

McCHIP RESOURCES INC.
Suite 1910 – 130 Adelaide Street West Toronto, Ontario
M5H 3P5

NOTICE OF THE ANNUAL MEETING OF SHAREHOLDERS

TAKE NOTICE OF Annual Meeting of Shareholders (the “**Meeting**”) of McChip Resources Inc. (the “**Company**”). The Meeting will be held at Suite 1910 – 130 Adelaide Street West, Toronto, Ontario M5H 3P5 on Thursday, June 15, 2023 at 10:00 a.m. (Eastern Daylight Time).

The Meeting is being held for the following purposes.

- (1) to receive the financial statements of the Company for its fiscal year ended December 31, 2022 and the Report of the Auditors thereon;
- (2) to elect the directors of the Company (“**Directors**”);
- (3) to appoint the Company’s auditors and to authorize the Directors to fix their remuneration; and
- (4) to transact any other business that may properly come before the Meeting, or any adjournments thereof.

Accompanying this Notice of Meeting are the Management Information Circular and Proxy.

A shareholder entitled to vote at the meeting is entitled to appoint a proxy holder to attend and vote in his stead. Whether or not you expect to attend the Meeting, please exercise your right to vote. Shareholders who have voted may still attend the Meeting.

For Registered holders and non-beneficial owner (“NOBO”), please complete, date and sign the enclosed form of proxy and return it:

- (i) by mail, to TSX Trust Company Inc. at P.O. Box 721, Agincourt, Ontario M1S 0A1, Canada, in the enclosed envelope;
- (ii) by facsimile, to TSX Trust Company at 416-368-2502 or 1-866-781-3111 (toll free in North America); or
- (iii) by telephone, call 1-888-489-5760 (toll free in North America) and enter control number on this proxy;
- (iv) you may vote the shares by internet www.proxy@tmx.com and enter control number on this proxy.

Non-registered beneficial shareholders (other than NOBOs) should follow the notes thereto and any accompanying information from you intermediary

The Company is actively monitoring the ongoing COVID -19 situation and is sensitive to public health concerns and protocols put in place by federal, provincial and municipal governments. The Company will be severely restricting physical access to the Meeting and only registered Shareholders and formally appointed proxyholders will be allowed to attend. In order to comply with government orders concerning maximum size of public gatherings and required physical distancing parameters, the Company may be unable to admit Shareholders to the Meeting, The Company strongly encourages registered Shareholders and Proxyholders not to attend the Meeting in person, and Shareholders are encouraged to vote using one of the methods described in the accompanying Circular.

To further mitigate the risk of spread of the virus, **Shareholders are invited to attend the meeting by calling: Local (416) 850-2050 or toll free 1 (866) 261-6767, the access code is 6677746#** All shareholders, regardless of geographic location will have an equal opportunity to participate at the Meeting and engage with directors of the Company and management as well as other shareholders.

To be used at the Meeting, proxies must be received by 5:00 pm, Eastern Daylight Time on June 13, 2023.

Dated at Toronto, Ontario this 11th day of April 2023.

ON BEHALF OF THE BOARD OF DIRECTORS



E.G. Dumond
Corporate Secretary