



FOSTERVILLE SOUTH EXPLORATION LTD.

Suite 488, 1090 West Georgia Street
Vancouver, BC V6E 3V7

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

TO BE HELD ON NOVEMBER 5, 2021

AND

INFORMATION CIRCULAR

September 29, 2021

This document requires immediate attention. If you are in doubt as to how to deal with the documents or matters referred to in this Information Circular, you should immediately contact your advisor.

FOSTERVILLE SOUTH EXPLORATION LTD.

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Telephone: (604) 802-4447

NOTICE OF ANNUAL GENERAL MEETING

TO THE SHAREHOLDERS:

NOTICE IS HEREBY GIVEN that the Annual General Meeting (the “Meeting”) of Fosterville South Exploration Ltd. (the “Company”) will be held via telephone conference using the access information provided below on Friday, November 5, 2021, at 10:00 a.m. (Vancouver time) for the following purposes:

1. to set the number of directors of the Company for the ensuing year at six (6) persons.
2. to elect Bryan Slusarchuk, Neil Motton, Liza Gazis, Robert McMorran, Charles Hethery and John Lewins and as directors of the Company for ensuing year.
3. to appoint BDO Canada LLP, as auditors of the Company until the next annual general meeting of the Company and to authorize the directors of the Company to fix the remuneration to be paid to the auditors.
4. to consider and, if deemed appropriate, to pass, with or without variation, an ordinary resolution to approve the Company’s 10% rolling stock option plan as more particularly described in the accompanying Information Circular.
5. to receive the audited financial statements of the Company for the financial year ended December 31, 2020, and the accompanying report of the auditors.

The accompanying Information Circular provides additional information relating to the matters to be dealt with at the Meeting and is supplemental to, and expressly made a part of, this Notice of Meeting.

The Company’s Board of Directors has fixed September 29, 2021 as the record date for the determination of shareholders entitled to notice of and to vote at the Meeting and at any adjournment or postponement thereof. Each registered shareholder at the close of business on that date is entitled to such notice and to vote at the Meeting in the circumstances set out in the accompanying Information Circular.

This year to mitigate risks to the health and safety of the Company’s shareholders, employees and other stakeholders, the Company will be holding its Meeting in a telephone conference format. Shareholders will not be able to vote at the meeting via the conference call. Therefore, in order to vote, registered shareholders of the Company need to complete, date and sign the accompanying form of proxy and deposit it with the Company’s transfer agent, Odyssey Trust Company, 350-409 Granville Street, Vancouver BC V6C 1T2 by mail or fax, no later than forty eight (48) hours (excluding Saturdays, Sundays and holidays) prior to the time of the Meeting, or adjournment thereof.

If you are a non-registered shareholder of the Company, please complete and return the materials in accordance with the instructions set forth in the accompanying Information Circular.

DATED at Vancouver, British Columbia, this 29th day of September 2021.

**By Order of the Board of
FOSTERVILLE SOUTH EXPLORATION LTD.**

“Bryan Slusarchuk”

**Bryan Slusarchuk
Chief Executive Officer**