GPM METALS INC.
141 Adelaide Street West, Suite 1101
Toronto, Ontario M5H 3L5

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that an annual and special meeting of shareholders (the "**Meeting**") of GPM Metals Inc. (the "**Corporation**") will be held at 141 Adelaide Street West, Suite 1101, Toronto, Ontario, M5H 3L5 on Monday, June 29, 2020, at 11:00 a.m. (Toronto time) for the following purposes:

1. to receive and consider the audited consolidated financial statements of the Corporation for the financial year ended December 31, 2019 together with the report of the auditors thereon;

2. to elect directors of the Corporation for the ensuing year;

3. to appoint auditors of the Corporation and to authorize the directors to fix their remuneration;

4. to consider, and, if deemed appropriate, to pass with or without variation an ordinary resolution to confirm the existing stock option plan of the Corporation, as more particularly described in the accompanying management information circular dated as of May 26, 2020 (the "Circular"); and

5. to transact such other business as may properly come before the Meeting or any adjournment or adjournments thereof.

This notice is accompanied by a management information circular, form of proxy and a supplemental mailing list request form.

The board of directors of the Corporation has by resolution fixed the close of business on May 26, 2020 as the record date, being the date for the determination of the registered holders of common shares entitled to notice of and to vote at the Meeting and any adjournment(s) thereof. **Shareholders who are unable to attend the Meeting in person are requested to complete, date, sign and return the enclosed form of proxy so that as large a representation as possible may be had at the Meeting.** A shareholder wishing to be represented by proxy at the Meeting or any adjournment thereof must deposit his/her/its duly completed and executed form of proxy with the Corporation's registrar and transfer agent, TSX Trust Corporation, 100 Adelaide Street West, Suite 301, Toronto, Ontario, M5H 4H1, not later than 48 hours (excluding Saturdays, Sundays, and holidays) before the time of the Meeting or adjournment(s) thereof at which the proxy is to be used.

Shareholder Guidance as a result of COVID-19:

In the context of the effort to mitigate potential risks to the health and safety associated with COVID-19, and in compliance with the orders and directives of the Government of Canada, the Province of Ontario and the City of Toronto, the shareholders of GPM Metals Inc. are being discouraged from attending the Annual and Special Meeting of Shareholders in-person. All shareholders are encouraged to vote on the matters before the meeting by proxy in the manner set out in the Notice of the Annual and Special Meeting of Shareholders and the Management Information Circular.

DATED at Toronto, Ontario as of the 26th day of May, 2020.

BY ORDER OF THE BOARD OF DIRECTORS

"*Daniel Noone*"
Daniel Noone
Interim Chief Executive Officer