

# AMERICAN LITHIUM CORP.

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Suite 710, 1030 West Georgia Street  
Vancouver, British Columbia, V6E 2Y3, Canada  
Telephone: (604) 428-6128

## **NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS**

**NOTICE IS HEREBY GIVEN** that the annual general and special meeting (the “**Meeting**”) of the holders of common shares (“**Shareholders**”) of American Lithium Corp. (the “**Company**”) will be held on Wednesday, November 15, 2023 at 10:00 a.m. (Vancouver time) at Suite 710, 1030 West Georgia Street, Vancouver, British Columbia, and by teleconference, for the following purposes:

- (a) to receive the audited consolidated financial statements of the Company as at and for the financial years ended February 28, 2023 and 2022, together with the reports of the auditor thereon;
- (b) to appoint Ernst & Young LLP, Chartered Professional Accountants as auditor of the Company for the ensuing year and authorize the board of directors to fix the remuneration of the auditor;
- (c) to fix the number of the directors of the Company for the ensuing year at seven (7);
- (d) to elect directors to hold office for the ensuing year;
- (e) to consider, and if deemed advisable, to approve, with or without variation, an ordinary resolution approving the Company’s amended omnibus incentive plan (the “**Compensation Plan**”), as more particularly described in the accompanying Information Circular; and
- (f) to transact such other business as may properly come before the Meeting or any adjournment or postponement thereof.

The accompanying information circular (“**Circular**”) provides additional information relating to the matters to be dealt with at the Meeting and is deemed to form part of this Notice of Meeting.

The Company is offering Shareholders the opportunity to participate in the Meeting by way of teleconference. Registered Shareholders, or proxyholders representing registered Shareholders, participating in the Meeting by way of teleconference will be considered present in person at the Meeting for the purposes of determining quorum. Shareholders wishing to participate by teleconference may do so by dialing the following conference line, and entering the conference ID set forth below:

Conference Line: 604-449-8141  
Conference ID: 336 584 03

A Shareholder who is unable to attend the Meeting in person and who wishes to ensure that such Shareholder’s shares will be voted at the Meeting is requested to complete, date and sign the enclosed form of proxy and deliver it in accordance with the instructions set out in the form of proxy and in the information circular.

**We strongly encourage Shareholders to attend the Meeting via teleconference and to vote their common shares prior to the Meeting by proxy, prior to the proxy cut-off at 10:00 a.m.**

**(Vancouver time) on November 13, 2023, as voting will not be available via telephone on the day of the Meeting.**

As set out in the notes, the enclosed proxy is solicited by management, but, you may amend it, if you so desire, by striking out the names listed therein and inserting in the space provided, the name of the person you wish to represent you at the Meeting.

**Shareholders who wish to attend the Meeting in person must call the Company at (604) 428-6128 at least 48 hours prior to the date of the Meeting for further instructions on in-person attendance procedures.**

**DATED** this 16<sup>th</sup> day of October, 2023.

By order of the Board of Directors.

**AMERICAN LITHIUM CORP.**

*/s/ "Simon Clarke"*

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**Simon Clarke**  
**Director and Chief Executive Officer**