

INTERNATIONAL METALS MINING CORP.
(formerly Gold State Resources Inc.)

Suite 404, 999 Canada Place, Vancouver, British Columbia, V6C 3E2
Telephone: +1-778-928-6565

NOTICE
OF ANNUAL GENERAL AND SPECIAL MEETING

MEETING INFORMATION

WHEN:

Monday, February 26, 2024 at 10:30 am (Pacific Time)

WHERE:

1558 W. Hastings St., Vancouver, BC, V6G 3J4

NOTICE IS HEREBY GIVEN that the 2023 annual general and special meeting (the “**Meeting**”) of shareholders of International Metals Mining Corp. (the “**Company**”) will be held at 1558 W. Hastings Street, Vancouver, British Columbia, on Monday, February 26, 2024, at 10:30 a.m. (Pacific time).

The Meeting is to be held for the following purposes:

- (1) to receive the audited consolidated financial statements of the Company for the fiscal years ended March 31, 2023 and March 31, 2022, together with the auditor’s reports thereon, and the related management discussions and analyses;
- (2) to set the number of directors of the Company for the ensuing year at three (3) persons;
- (3) to elect Directors of the Company for the ensuing year;
- (4) to appoint WDM Chartered Professional Accountants, as the auditors of the Company for the ensuing year and to authorize the directors of the Company to fix the auditor’s remuneration;
- (5) to consider, and if deemed advisable, to pass, with or without variation, an ordinary resolution of shareholders approving and confirming the Company’s Equity Incentive Plan of the Company; and
- (6) to transact such further or other business as may properly come before the Meeting and any adjournment or postponement thereof.

An Information Circular accompanies this Notice. The Information Circular contains details of matters to be considered at the Meeting. No other matters are contemplated, however any permitted amendment to or variation of any matter identified in this Notice may properly be considered at the Meeting. The Meeting may also consider the transaction of such other business as may properly come before the Meeting or any adjournment thereof.

In order to be valid and acted upon at the Meeting, proxies must be received **no later than 10:30 a.m. (Vancouver time) on Thursday, February 22, 2024**, or not less than 48 hours (excluding Saturdays, Sundays and statutory holidays) before the time for holding the Meeting or any postponement(s) or adjournment(s) thereof. Failure to so deposit a form of proxy will result in its invalidation. Notwithstanding the foregoing, the chair of the Meeting has the discretion to accept proxies received after such deadline.

Registered Shareholders who are unable to attend the Meeting in person and who wish to ensure that their shares will be voted at the Meeting are requested to complete, date and sign the enclosed form of proxy, or another suitable form of proxy and deliver it according to the instructions set out in the form of proxy and in the Information Circular.

Non-registered Shareholders who plan to attend the Meeting must follow the instructions set out in the form of proxy or voting instruction form to ensure that their shares will be voted at the Meeting. If you hold your shares in a brokerage account, you are a non-registered Shareholder.

DATED at Vancouver, British Columbia, this 26th day of January, 2024.

BY ORDER OF THE BOARD

“Brian Thurston”

Brian Thurston
Chief Executive Officer