

NEW ENERGY METALS CORP.
#2710 – 200 Granville Street
Vancouver, BC V6C 1S4

NOTICE OF 2021 ANNUAL GENERAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the 2021 annual general meeting (the “**Meeting**”) of the shareholders of New Energy Metals Corp. (the “**Company**”) will be held in the boardroom of the Company’s offices at #2710 – 200 Granville Street, Vancouver, British Columbia, on February 3, 2022, at the hour of 11:00 a.m. (Vancouver time), for the following purposes:

1. to receive and consider the audited consolidated financial statements of the Company for the fiscal years ended June 30, 2021 and 2020, together with the report of the auditor thereon;
2. to appoint Smythe LLP, Chartered Professional Accountants, as auditor of the Company for the fiscal year ending June 30, 2022, and to authorize the directors to fix the auditor’s remuneration;
3. to fix the number of directors to be elected to the board at four (4);
4. to elect the directors for the ensuing year;
5. to consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution approving the stock option plan of the Company that was previously approved by the shareholders of the Company, the complete text of which is set out in Schedule “B” to the accompanying management information circular; and
6. to transact such further or other business as may properly come before the Meeting or any adjournment or postponement thereof.

The details of all matters proposed to be put before the shareholders at the Meeting are set forth in the management information circular accompanying this Notice of Meeting. At the Meeting, shareholders will be asked to approve each of the foregoing items.

The directors of the Company have fixed December 31, 2021, as the record date for the Meeting (the “**Record Date**”). Only shareholders of record at the close of business on the Record Date are entitled to vote at the Meeting or any adjournment or postponement thereof.

If you are a registered shareholder of the Company and unable to attend the Meeting in person, please exercise your right to vote by completing and returning the accompanying form of proxy and deposit it with Computershare Investor Services Inc. Proxies must be completed, dated, signed and returned to Computershare Investor Services Inc., Attention: Proxy Department, 8th Floor, 100 University Avenue, Toronto, Ontario M5J 2Y1 by 11:00 a.m. (Vancouver time) on February 1, 2022, or if the Meeting is adjourned or postponed, not less than 48 hours (excluding Saturdays, Sundays and holidays) before the date to which the Meeting is adjourned or postponed. Telephone voting can be completed at 1-866-732-8683, voting by fax can be sent to 1-866-249-7775 or 416-263-9524 and Internet voting can be completed at www.investorvote.com.

Late proxies may be accepted or rejected by the Chairman of the Meeting at his discretion and the Chairman of the Meeting is under no obligation to accept or reject any particular late proxy. The Chairman of the Meeting may waive or extend the proxy cut-off without notice. If you are a non-registered shareholder, please follow the instructions from your bank, broker or other financial intermediary for instructions on how to vote your shares.

DATED at Vancouver, British Columbia, this 4th day of January, 2022.

BY ORDER OF THE BOARD OF DIRECTORS

“Stuart Ross”

Stuart Ross, CEO & Director