



CAMINO MINERALS CORPORATION

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General and Special Meeting of the shareholders of Camino Minerals Corporation (the “**Corporation**”) will be held at 1780 – 555 W Hastings Street, Vancouver, British Columbia, V6B 4N4, on Tuesday, August 8, 2023, at 10:00 a.m. (Vancouver time) (the “**Meeting**”), for the following purposes:

1. To receive (i) the audited annual financial statements of the Corporation for the years ended July 31, 2021, and 2020, together with the auditor’s report thereon; and (ii) the audited annual financial statements of the Corporation for the years ended July 31, 2022, and 2021, together with the auditor’s report thereon.
2. To set the number of directors of the Corporation at six for the ensuing year.
3. To elect directors of the Corporation for the ensuing year.
4. To appoint auditors of the Corporation for the ensuing year and authorize the directors to fix their remuneration.
5. To reapprove the Corporation’s equity incentive plan.
6. To approve a special resolution to amend the articles of the Corporation to provide the Corporation with more flexibility to execute corporate transactions.
7. To transact such other business as may properly come before the Meeting or any adjournment thereof.

The Corporation will transact such other business as may properly come before the Meeting or any adjournment thereof.

The Board of Directors has fixed June 23, 2023, as the record date for determining the shareholders entitled to receive notice of and vote at the Meeting and at any adjournment thereof.

This Notice is accompanied by instructions to access the Management Proxy Circular and a form of proxy solicited by the management of the Corporation for the meeting (the “**Form of Proxy**”). The Management Proxy Circular contains details relating to the persons proposed to be nominated for election as Directors and the name of the auditors proposed to be appointed.

Notice-and-Access

The Corporation is utilizing the notice-and-access mechanism (the “**Notice-and-Access Provisions**”) under National Instrument 54-101 – *Communication with Beneficial Owners of Securities of a Reporting Issuer* (“**NI 54-101**”) and National Instrument 51-102 – *Continuous Disclosure Obligations* (“**NI 51-102**”), for distribution of proxy-related materials to registered and non-registered shareholders.

Under the Notice-and-Access Provisions, instead of receiving printed copies of the Circular, registered and Non-Registered Holder’s will receive the Notice of Annual General Meeting with information on the Meeting date, location, and purpose, as well as information on how they may access the Circular electronically and how they may vote. Electronic copies of the Notice of Annual General Meeting, the Circular, the audited financial statements of the Corporation for the financial years ended July 31, 2022 and 2021, together with the report of the auditors thereon, and the related MD&A may be found on the Corporation’s Canadian System for Electronic Documents Analysis and Retrieval (“**SEDAR**”) profile at www.sedar.com and the Corporation’s website at www.caminocorp.com.

The Corporation will not use the procedure known as “stratification” in relation to the use of Notice-and-Access Provisions. Stratification occurs when a reporting issuer using the Notice-and-Access Provisions provides a paper copy of the Circular to certain shareholders with the notice package.



Voting

Registered shareholders who are unable, or do not wish, to attend the Meeting in person, are requested to complete, date, execute and return the accompanying Form of Proxy to Camino Minerals Corporation, c/o Odyssey Trust Corporation, Trader's Bank Building, 702 - 67 Yonge Street, Toronto, Ontario, M5E 1J8. Your Proxy must be received no later than 10:00 a.m. (P.S.T.) on Friday, August 4, 2023, or, if the Meeting is adjourned, not later than 48 hours (excluding Saturdays and holidays) before the time for holding the adjourned meeting.

Registered shareholders may complete the form of proxy:

- (i) Online, following the instructions provided on the form of proxy, at: <https://login.odysseytrust.com/pxlogin>,
- (ii) Via e-mail at proxy@odysseytrust.com; or
- (iii) by facsimile at (800) 517-4553.

If you are a non-registered shareholder and receive these materials through your broker or another intermediary, please complete and return the materials in accordance with the instructions provided to you by your broker or other intermediary. If you are a non-registered shareholder and do not complete and return the materials in accordance with such instructions, you may lose the right to vote at the Meeting.

SHAREHOLDERS ARE REMINDED TO REVIEW THE MANAGEMENT PROXY CIRCULAR CAREFULLY BEFORE EXERCISING THEIR RIGHT TO VOTE.

DATED at Vancouver, British Columbia this 26th day of June 2023.

ON BEHALF OF THE BOARD OF DIRECTORS

Jay Chmelauskas
Chief Executive Officer

PLEASE VOTE PRIOR TO 10:00 A.M. ON FRIDAY, AUGUST 4, 2023.