

J2 METALS INC.

NOTICE OF SPECIAL GENERAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the special general meeting (the “**Meeting**”) of shareholders of J2 METALS INC. (the “**Company**”) will be held at 1710-1050 W. Pender St., Vancouver, British Columbia, on Wednesday, December 3, 2025, at the hour of 11:00 a.m. (Vancouver time) for the following purposes:

1. Pursuant to an order (the “**Interim Order**”) dated November 4, 2025, of the Supreme Court of British Columbia to consider and, if thought fit, pass, with or without variation, a special resolution (the “**Arrangement Resolution**”) to approve a plan of arrangement (the “**Plan of Arrangement**”) under section 288 of the *Business Corporations Act* (British Columbia) involving the Company and 1558117 B.C. Ltd (“**Spinco**”), a wholly owned subsidiary of the Company, the full text of which resolution is set out in Schedule “A” to, and all as more particularly described in, the management information circular of the Company accompanying this notice (the “**Circular**”). The Plan of Arrangement will involve the distribution of common shares in the capital of Spinco, a wholly owned subsidiary of the Company indirectly holding the Twenty Mile project, to shareholders of the Company;
2. Subject to the approval of the Arrangement Resolution, to consider and, if thought fit, pass, with or without variation, an ordinary resolution (the “**Spinco Option Plan Resolution**”) approving the adoption by Spinco of a rolling stock option plan, subject to regulatory acceptance, as more particularly described in the Circular; and
3. To consider other matters, including without limitation such amendments or variations to any of the foregoing resolutions, and to transaction such other business as may properly come before the Meeting or any adjournment or postponement thereof.

The text of the Arrangement Resolution and the Plan of Arrangement are set forth in Schedule “A” and Schedule “C”, respectively, to the Circular. In order to become effective, the Arrangement Resolution must be approved by at least 66 2/3% of the votes cast by the shareholders of the Company, present in person or by proxy, at the Meeting. The Plan of Arrangement will be completed pursuant to the arrangement agreement dated October 24, 2025 between the Company and Spinco, a copy of which is available under the Company’s profile on SEDAR+ at www.sedarplus.ca.

The text of the Spinco Option Plan Resolution is found with the Circular at “*Particulars of Matters to be Acted Upon*”. In order to become effective, the Spinco Option Plan Resolution must be approved by a simple majority of the votes cast by the shareholders of the Company, present in person or by proxy, at the Meeting.

A description of the Plan of Arrangement and other matters to be dealt with at the Meeting is included in the Circular. All Shareholders are reminded to review the Circular prior to voting.

Pursuant to the Interim Order, holders of common shares of the Company have been granted the right to dissent against the Arrangement Resolution and to be paid the fair value of their common shares of the Company in respect of the Arrangement Resolution. This right is described in the Circular under the heading “*Rights of Dissent*” and the text of the Interim Order, as set forth in Schedule “D” to the Circular. **Failure to strictly comply with these requirements may result in the loss of any right of dissent.**

Shareholders wishing to dissent with respect to the Arrangement must send a written objection to the registered office of the Company at Suite 830-999 West Broadway, Vancouver, British Columbia, V6Z 1S4, Attention: Shauna Hartman prior to the time of the Meeting, such that the written objection is received not later than 4:00 pm (Vancouver time) on Monday, December 1, 2025 or by 4:00 pm (Vancouver time) on the day which is two business days prior to the date on which any adjournment or postponement of the Meeting is held, in order to be effective.

Only holders of record of common shares of the Company at the close of business on October 8, 2025, will be entitled to vote in respect of the matters to be voted on at the Meeting or any adjournment or postponement thereof.

Your vote is important regardless of the number of common shares of the Company you own. Shareholders who are unable to attend the Meeting in person are asked to sign, date and return the enclosed form of proxy relating to the common shares of the Company held by them in the envelope provided for that purpose.

To be effective, the proxy must be duly completed and signed and then deposited with the Company's Registrar and Transfer Agent, Computershare Trust Company of Canada at 3rd Floor, 510 Burrard Street, Vancouver, British Columbia, V6C 3B9 Tel. (604) 661-9438 Fax (604) 661-9401 at least 48 hours before the time of the Meeting or any adjournment or postponement thereof, excluding Saturdays, Sundays and holidays.

Shareholders who do not hold their common shares in their own name must follow the instructions set out in the voting instruction form or the form of proxy provided to the beneficial shareholder by its intermediary, and in the Circular to ensure their shares will be voted at the Meeting. If your shares are held in a brokerage account, then in almost all cases those securities will not be registered in the shareholder's name on the records of the Company.

DATED at Vancouver, British Columbia, this 4th day of November, 2025.

J2 METALS INC.

By Order of the Board

"Thomas Lamb"

Thomas Lamb,
Chief Executive Officer