



NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

The annual general meeting (the "Meeting") of Shareholders of **Alto Ventures Ltd.** (the "Company") will be held at the offices of the Company, Suite 615, 800 West Pender Street, Vancouver, BC, on Tuesday, December 10, 2019 at 11:00 a.m., local time, for the following purposes:

1. To receive and consider the financial statements for its fiscal period ended June 30, 2019 and the report of the auditor of the Company thereon.
2. To fix the number of directors of the Board of the Company at five (5).
3. To elect directors of the Company for the ensuing year.
4. To appoint an auditor of the Company for the ensuing year and to authorize the directors to approve the auditor's remuneration.
5. To re-approve the 10% rolling stock option plan.
6. To consider any permitted amendment to or variation of any matter identified in this Notice and to transact such other business as may properly come before the Meeting or any adjournment thereof. Management is not currently aware of any other matters that could come before the Meeting.

The accompanying information circular provides additional information relating to the matters to be dealt with at the Meeting and is deemed to form part of this notice. Also accompanying this notice is a form of proxy and a supplemental mailing return card. Any adjournment of the Meeting will be held at a time and place to be specified at the Meeting.

Only holders of common shares of record at the close of business on Monday, November 4, 2019 will be entitled to receive notice of and vote at the Meeting. If you are unable to attend the Meeting in person, please complete, sign and date the enclosed form of proxy and return the same in the enclosed return envelope provided for that purpose within the time and to the location set out in the form of proxy accompanying this notice.

DATED at Vancouver, British Columbia, this 5th day of November, 2019.

BY ORDER OF THE BOARD

Richard J. Mazur
Chief Executive Officer