



1100 – 1199 West Hastings Street
Vancouver, BC V6E 3T5

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

TO THE SHAREHOLDERS:

NOTICE IS HEREBY GIVEN that the annual general meeting of the shareholders of Mantaro Precious Metals Corp. (the “Company”) will be held via teleconference on December 21, 2022 at 10 a.m. (PST) for the following purposes:

1. to set the number of directors at six (6) persons;
2. to elect Luis Kinn-Cortez, Darren Hazelwood, Charles Hethey, Patrick Hickey, Donna Humphreys and Christopher Wilson as directors for the ensuing year;
3. to appoint Manning Elliott LLP, Chartered Professional, Accountants, as the auditors of the Company for the ensuing year and to authorize the directors to fix the remuneration to be paid to the auditors;
4. to consider, and if thought fit, to pass an ordinary resolution approving and ratifying the Company’s 10% rolling stock option plan as more particularly described in the accompanying Information Circular; and
5. to transact such other business as may be properly brought before the Meeting or any adjournment thereof.

All shareholders are entitled to attend and vote at the meeting in person or by proxy. The Board of Directors (the “Board”) requests that all shareholders who will not be attending the Meeting in person read, date and sign the accompanying proxy and deliver it to Olympia Trust Company, Proxy Dept., Suite 1900, 925 West Georgia Street, Vancouver, BC V6C 3L2 by 10:00 am (PDT) on December 19, 2022 (or before 48 hours, excluding Saturdays, Sundays and holidays before any adjournment of the meeting at which the proxy is to be used) then the shareholder will not be entitled to vote at the Meeting by proxy. Only shareholders of record at the close of business on November 10, 2022 will be entitled to vote at the Meeting.

An information circular and a form of proxy accompany this notice.

DATED at Vancouver, British Columbia, the 22nd day of November, 2022.

By Order of the Board of

MANTARO PRECIOUS METALS CORP.

“Christopher Wilson”

Christopher Wilson
Chairman