



NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General and Special Meeting (the “Meeting”) of the shareholders of **Regency Silver Corp.** (the “Company”) will be held at Suite 1100 – 570 Granville Street, Vancouver, BC and also via video conference on **Thursday, June 8, 2023** at 10:00 am (PST) for the following purposes:

1. to receive the annual financial statements of the Company for its fiscal year ended December 31, 2022 together with the report of the auditor thereon;
2. to re-appoint Manning Elliott LLP as auditors for the ensuing year;
3. to fix the number of directors of the Company for the ensuing year at four (4);
4. to elect Bruce Bragagnolo, Gijsbert Groenewegen, Michael Thomson and Michael Tucker as directors of the Company for the ensuing year;
5. to approve by ordinary resolution, the Company’s stock option plan, (the “Option Plan”) as more fully set out under the heading the “Stock Option Plan” in the attached Information Circular; and
6. to approve the transaction of such other business as may properly come before the Meeting.

Registered shareholders and validly appointed proxyholders may attend the Meeting using the below web link:

Link: <https://us06web.zoom.us/j/85625070808?pwd=dzhCL091V28rNHJtb3R1aURqamxDUT09>

Meeting ID: 856 2507 0808

Passcode: 466552

The specific details of the foregoing matters to be put before the Meeting, as well as further information with respect to voting by proxy, are set forth in the Information Circular.

The Company’s financial statements will be presented at the Meeting. Please refer to the notes accompanying the Instrument of Proxy enclosed and then complete and send the Instrument of Proxy to the Company’s transfer agent, Computershare Investor Services Inc. at 2nd Floor, 510 Burrard Street, Vancouver, British Columbia, V6C 3B9 by mail or fax no later than forty eight (48) hours (excluding Saturdays, Sundays and holidays) prior to the time of the Meeting, or adjournment thereof.

The Instrument of Proxy must be signed by the shareholder or by his or her attorney authorized in writing, or, if the shareholder is a corporation, by an officer or director thereof as an authorized signatory. The completed Instrument of Proxy must be deposited at the office of the Company at least 48 hours before the time of the Meeting (excluding Saturdays, Sundays and holidays), or any adjournment thereof.

We strongly encourage Shareholders to attend the Meeting via video conference and to vote their common shares prior to the Meeting by proxy, prior to the proxy cut-off at 10:00 a.m. (PST) on Tuesday, June 6, 2023, as voting will not be available via telephone on the day of the Meeting.

The enclosed Instrument of Proxy is solicited by management but you may amend it, if you so desire, by striking out the name of the management proxyholder shown and inserting in the space provided the name of the person you wish to represent you at the Meeting.

DATED at Vancouver, British Columbia, this 21st day of April, 2023.

BY ORDER OF THE BOARD OF DIRECTORS

“Bruce Bragagnolo”

Bruce Bragagnolo
Executive Chairman and Director



**NOTICE-AND-ACCESS NOTIFICATION
for the Annual General and Special Meeting of
Shareholders to be held on June 8, 2023**

You are receiving this notification as Regency Silver Corp. (the “**Company**”) is using the notice-and-access model for delivery of certain meeting materials to its non-registered shareholders (“**Non-Registered Holders**”). Under notice-and-access, instead of a paper copy of the information circular (the “**Circular**”), Non-Registered Holders receive this notice with information on how they may access such materials electronically. The use of this alternative means of delivery is more environmentally friendly as it will help reduce paper use and also will reduce the cost of printing and mailing materials to Non-Registered Holders.

MEETING DATE AND LOCATION

When: Thursday, June 8, 2023 at 10:00 a.m. (PST)

Where: Suite 1100 – 570 Granville Street, Vancouver, BC and via video conference

Link:

<https://us06web.zoom.us/j/85625070808?pwd=dzhCL091V28rNHJtb3R1aURqamxDUT09>

Meeting ID: 856 2507 0808

Passcode: 466552

SHAREHOLDERS WILL BE ASKED TO CONSIDER AND VOTE ON THE FOLLOWING MATTERS

Financial Statements: Shareholders will be asked to receive the consolidated financial statements of the Company for the year ended December 31, 2022, together with auditors’ report thereon. Information respecting the financial statements may be found in the Circular under “*Particulars of Matters to be Acted Upon - Presentation of Financial Statements*”.

Election of Directors: Shareholders will be asked to elect directors for the ensuing year. Information respecting the election of directors may be found in the Circular under “*Election of Directors*”.

Appointment of Auditor: Shareholders will be asked to reappoint Manning Elliott LLP as the Company auditor for the ensuing year, and authorize the directors to fix their remuneration. Information respecting the appointment of Manning Elliott LLP may be found in the Circular under “*Appointment of Auditor*”.

Stock Option Plan Resolution: Shareholders will be asked to pass an ordinary resolution ratifying and approving unallocated options, rights or other entitlement under the Company’s stock option plan. Information respecting the stock option plan resolution may be found in the Circular under “*Particulars of Matters to be Acted Upon – Approval of Stock Option Plan*”.

Other Business: Shareholders may be asked to consider other items of business that may be properly brought before the meeting.

HOW TO OBTAIN MEETING MATERIALS

Non-Registered Holders may obtain paper copies of the Circular, the Company's management's discussion and analysis of the results of operations and financial condition of the Company for the year ended December 31, 2022 and the audited consolidated financial statements of the Company and accompanying notes for the year ended December 31, 2022 by emailing info@regency-silver.com at any time up until and including the date of the Meeting, including any adjournment or postponement thereof.

To ensure you receive the paper copy in advance of the voting deadline and meeting date, your request must be received no later than 10:00 a.m. (PST) on May 27, 2023.

The meeting materials, as well as the Company's audited consolidated financial statements for the year ended December 31, 2023 and management discussion and analysis will be available on the Company's website at <https://regency-silver.com/investors/agm/> or under the Company's profile on SEDAR at www.sedar.com.

VOTING

PLEASE NOTE YOU CANNOT VOTE BY RETURNING THIS NOTICE. To vote your shares you must vote using the methods reflected on your enclosed voting instruction form. Your voting instruction form must be received by 10:00 a.m. (PST) on June 6, 2023.

QUESTIONS

If you have any questions about Notice-and Access, please call Broadridge Investor Communication Solutions, English Proxy Line toll-free at 1-844-916-0609 (Canada and the U.S. only) or direct at 1-303-562-9305 (outside Canada and the U.S.) or the French Proxy Line toll-free at 1-844-973-0593 (Canada and the U.S. only) or direct at 1-303-562-9306 (outside Canada and the U.S.).