

VALHALLA METALS INC.
Suite 2800 - 666 Burrard Street
Vancouver, British Columbia V6C 2Z7

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the annual general meeting (the "**Meeting**") of the shareholders of VALHALLA METALS INC. (the "**Company**") will be held at Suite 2800, 666 Burrard Street, Vancouver, British Columbia, on June 23, 2023, at 10:00 a.m., Pacific Daylight Time, for the following purposes:

1. To receive and consider the report of the directors and the consolidated financial statements of the Company together with the auditor's report thereon for the financial year ended December 31, 2022.
2. To fix the number of directors at four (4).
3. To elect directors for the ensuing year.
4. To appoint the auditors for the ensuing year at a remuneration to be fixed by the directors.
5. To ratify and approve the share compensation plan of the Company, as more particularly described in the accompanying management information circular.
6. To transact such other business as may properly come before the Meeting or any adjournments or postponements thereof.

The accompanying management 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.

DATED this 8th day of May, 2023.

BY ORDER OF THE BOARD

"Sorin Posescu"

Sorin Posescu
Chief Executive Officer