

CAPELLA MINERALS LIMITED

Mission, BC V4S1E7

Phone: 604-410-2277/Fax: 604-410-2275

Notice of Annual General and Special Meeting of Shareholders

NOTICE IS HEREBY GIVEN that the Annual General and Special Meeting of Shareholders (the “**Meeting**”) of **Capella Minerals Limited** *formerly New Dimension Resources Ltd.*, (the “**Company**”) will be held in Mission, British Columbia on Friday, **January 5, 2024** at **12:00 p.m.** (Vancouver Time) for the following purposes:

1. To receive and consider the audited financial statements of the Company for the financial years ended May 31, 2023 and 2022, together with the report of the auditors thereon;
2. To set the number of Directors of the Company at three;
3. To elect Directors of the Company for the ensuing year;
4. To appoint Davidson & Company, LLP., Chartered Accountants, as auditors of the Company for the ensuing year and to authorize the Directors to fix their remuneration;
5. To consider and, if deemed appropriate, to pass, with or without variation, an ordinary resolution to re-approve the Company’s Rolling 10% Stock Option Plan, as more fully described in the accompanying Management Information Circular;
6. To consider and, if thought fit, pass a resolution (the “**Sale Resolution**”) to approve the Company’s disposition of its interests in the Central Norway Copper Projects (the “**Assets**”) to NickelX AS (“**NickelX**”), as more particularly described in the Information Circular; and
7. To transact such other business as may properly come before the Meeting or any adjournment thereof.

Shareholders have been granted the right to dissent against the Sale Resolution and to be paid the fair value of their common shares of the Company in accordance with the provisions of the Business Corporations Act (British Columbia). This right is described in the Circular under the heading “**Rights of Dissent**”.

The specific details of the foregoing matters to be put before the Meeting are set forth in the Management Information Circular (the “**Circular**”) accompanying this notice. The Company’s audited financial statements for the financial year ended May 31, 2023 are available upon request to the Company or they can be found as filed on SEDAR+ at www.sedarplus.ca. **This notice is accompanied by the Circular, either a form of proxy for registered shareholders or a voting instruction form for beneficial shareholders and a supplemental mailing list return card.** Shareholders who are unable to attend the Meeting in person are requested to complete, date and sign the enclosed form of proxy and to return it in the envelope provided for that purpose.

The Board of Directors of the Company has, by resolution, fixed the close of business on **December 4, 2023**, as the **record date**, being the date for the determination of the registered holders of common shares of the Company entitled to notice of and to vote at the Meeting and any adjournment or adjournments thereof.

Proxies to be used at the Meeting must be deposited with the Company, c/o the Company’s transfer agent, Computershare Investor Services Inc., Proxy Department, 100 University Avenue, 9th Floor, Toronto, Ontario, M5J 2Y1 no later than **12:00 p.m.** (Vancouver Time) on **January 3, 2024**, or no later than 48 hours (excluding Saturdays, Sundays and statutory holidays) prior to the date on which the Meeting or any adjournment thereof is held.

Non-registered shareholders who receive these materials through their broker or other intermediary are requested to follow the instructions for voting provided by their broker or intermediary, which may include the completion and delivery of a voting instruction form.

CONTINUED SPECIAL MEASURES

In view of the past Corona virus pandemic, the Company continues to encourage Shareholders not to attend the Meeting in person. The Company requires anyone wanting to attend the Meeting in person to register in advance. As always, the Company encourages Shareholders to vote prior to the Meeting. Any person who intends to attend the Meeting in person must register with the Company’s corporate secretary at least 96 hours in advance by calling Kathryn Witter at 604.410-2277 or by email at kathryn.witter@outlook.com. At the time of the Meeting the

Company may also be providing shareholders who call to request, dial-in details for attendance via teleconference. There will be no voting via teleconference.

The Company reserves the right to take any additional precautionary measures it deems appropriate in relation to the Meeting in response to developments in respect of COVID-19 or similar outbreaks including, if considered necessary or advisable, providing a virtual webcast version of the Meeting and/or hosting the Meeting solely by means of remote communication, placing restrictions on in-person attendance, or postponing or adjourning the Meeting. Changes to the Meeting date and/or means of holding the Meeting may be announced by way of news release. If applicable and as appropriate, the Company will provide required information on the logistical details of a virtual or hybrid Meeting including how a shareholder can remotely access, participate in and vote at a Meeting. An amended Circular will not be mailed out in the event of changes to the Meeting format.

DATED at Vancouver, British Columbia this 7th day of December, 2023

BY ORDER OF THE BOARD

(Signed) "Eric Roth"
Chief Executive Officer

PLEASE VOTE. YOUR VOTE IS IMPORTANT. WHETHER OR NOT YOU EXPECT TO ATTEND THE MEETING, PLEASE COMPLETE, SIGN AND DATE THE ENCLOSED FORM OF PROXY AND PROMPTLY RETURN IT IN THE ENVELOPE PROVIDED.