

MANGANESE X ENERGY CORP.

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN THAT AN ANNUAL GENERAL MEETING (the “**Meeting**”) of holders of common shares (“**Common Shares**”) of Manganese X Energy Corp. (herein referred to as “**Manganese X**” or the “**Corporation**”) will be held virtually through the platform of AGM Connect to facilitate an interactive meeting and live online voting for registered shareholders on Thursday, November 12, 2020 at 11:00 a.m. (Toronto time) for the following purposes:

1. to receive and consider the audited financial statements of the Corporation for the financial year ended March 31, 2020 and 2019 and the report of the auditor thereon;
2. to fix the number of directors of the Corporation at five (5);
3. to elect directors of the Corporation for the ensuing year, as more particularly set forth in the accompanying proxy and management information circular dated October 2, 2020, and prepared for the purpose of the Meeting (the “**Management Information Circular**”);
4. to re-appoint Wasserman Ramsay Chartered Accountants as the auditors of the Corporation for the ensuing year and to authorize the Audit Committee of the Board of Directors of the Corporation to fix the auditors’ remuneration, as more particularly set forth in the Management Information Circular;
5. to consider and, if thought appropriate, to pass, with or without variation, an ordinary resolution re-approving and ratifying the stock option plan of the Corporation, as more particularly set forth in the Management Information Circular;
6. to approve, ratify and confirm the grant of an aggregate of 6,100,000 incentive stock options to certain directors and consultants, of the Corporation, as previously approved by the Board and as more particularly described in the accompanying management information Management Information Circular; and
7. to transact such other business as may be properly brought before the Meeting or any adjournment(s) thereof.

Shareholders are encouraged to participate in the Meeting and will find important information along with detailed instructions about how to participate in the virtual meeting in the accompanying management information circular and on the Manganese X Energy *Virtual(AGM) Information Sheet* distributed along with this Notice of Meeting.

DATED this 2nd day of October, 2020.

BY ORDER OF THE BOARD OF DIRECTORS

“Martin Kepman”

Martin Kepman

Chief Executive Officer and Director

NOTE:

The nature of the business to be transacted at the Meeting is described in further detail in the accompanying Management Information Circular of the Corporation. It is desirable that as many Common Shares as possible be represented at the Meeting. If you do not expect to attend the Meeting and would like your Common Shares represented, please complete the enclosed instrument of proxy and return it as soon as possible in the envelope provided for that purpose. All proxies, to be valid, must be received by Capital Transfer Agency ULC, 390 Bay St Suite 920, Toronto, Ontario, Canada M5H 2Y2 at least forty-eight (48) hours, excluding Saturdays, Sundays and holidays, in the City of Toronto, before the Meeting or any adjournment thereof. Late proxies may be accepted or rejected by the Chairman of the Meeting in his discretion, and the Chairman is under no obligation to accept or reject any particular late proxy.