

KENADYR MINING (HOLDINGS) CORP.
Suite 1430, 800 West Pender Street, Vancouver, BC V6C 2V6
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info@kenadyr.com

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that an annual general meeting (the “Meeting”) of Shareholders of **Kenadyr Mining (Holdings) Corp.** (the “Company”) will be held at Suite 1500 - 1055 West Georgia Street, Vancouver British Columbia on October 7, 2020 at 10:00 a.m., local time, for the following purposes:

1. to receive and consider the audited consolidated financial statements of the Company for its financial year ended December 31, 2019, and the report of the auditor;
2. to elect directors of the Company for the ensuing year;
3. to appoint an auditor of the Company for the ensuing year;
4. to ratify, confirm and approve by ordinary resolution, the continuation of the Company’s current Share Option Plan, as described in the accompanying Information Circular; and
5. To consider any permitted amendment to or variation of any matter identified in this Notice and to transact such other business as may properly come before the Meeting or at any adjournment thereof.

An Information Circular accompanies this Notice. The Information Circular contains details of matters to be considered at the Meeting. The audited financial statements for the year ended December 31, 2019, the report of the auditor thereon, and the related management discussion and analysis will be made available at the Meeting and are available at www.sedar.com.

If you are unable to attend the Meeting in person, please return the enclosed form of proxy within the time and in accordance with the instructions set out in the form of proxy accompanying this notice.

NOTE OF CAUTION Concerning COVID-19 Outbreak

At the date of this Notice and the accompanying Information Circular, it is the intention of the Company to hold the Meeting at the location stated above in this Notice. We are continuously monitoring development of current coronavirus (COVID-19) outbreak (“**COVID-19**”). In light of the rapidly evolving public health guidelines related to COVID-19, we ask shareholders to consider voting their shares by proxy and **not** attend the meeting in person. Those shareholders who do wish to attend the Meeting in person, should carefully consider and follow the instructions of the federal Public Health Agency of Canada available at: <https://www.canada.ca/en/public-health/services/diseases/coronavirus-disease-covid-19.html>. We ask that shareholders also review and follow the instructions of any regional health authorities of the Province of British Columbia, including the Vancouver Coastal Health Authority, the Fraser Health Authority and any other health authority holding jurisdiction over the areas you must travel through to attend the Meeting. Do not attend the Meeting in person if you are experiencing any cold or flu-like symptoms, or if you or someone with whom you have been in close contact has travelled to/from outside of Canada within the 14 days immediately prior to the Meeting. All shareholders are strongly encouraged to vote by submitting their completed form of proxy (or voting instruction form) prior to the Meeting by one of the means described in the Information Circular accompanying this Notice.

The Company reserves the right to take any additional pre-cautionary measures deemed to be appropriate, necessary or advisable in relation to the Meeting in response to further developments in the COVID-19

outbreak, including: (i) holding the Meeting virtually or by providing a webcast of the Meeting; (ii) hosting the Meeting solely by means of remote communication; (iii) changing the Meeting date and/or changing the means of holding the Meeting; (iv) denying access to persons who exhibit cold or flu-like symptoms, or who have, or have been in close contact with someone who has, travelled to/from outside of Canada within the 14 days immediately prior to the Meeting; and (v) such other measures as may be recommended by public health authorities in connection with gatherings of persons such as the Meeting. Should any such changes to the Meeting format occur, the Company will announce any and all of these changes by way of news release, which will be filed under the Company's profile on SEDAR. We strongly recommend you check the Company's website prior to the Meeting for the most current information. In the event of any changes to the Meeting format due to the COVID-19 outbreak, the Company will **not** prepare or mail amended Meeting Proxy Materials.

DATED at Vancouver, British Columbia this 31st day of August, 2020.

BY ORDER OF THE BOARD

"Timothy McCutcheon"

Timothy McCutcheon
Chief Executive Officer