



# NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

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## MEETING INFORMATION

**Date:** Thursday, June 27, 2024  
**Time:** 10:00 a.m. (Pacific Time)  
**Location:** Suite 2800, Four Bentall Center  
1055 Dunsmuir Street  
Vancouver, V7X 1L2

You are invited to attend the Annual General and Special Meeting ("**Meeting**") of NGEx Minerals Ltd. ("**Corporation**"). The purpose of the Meeting is:

1. to receive the audited consolidated financial statements of the Corporation for the year ended December 31, 2023, together with the report of the auditors thereon;
2. to elect directors of the Corporation for the ensuing year;
3. to appoint PricewaterhouseCoopers, LLP as auditor of the Corporation for the ensuing year, and to authorize the directors to fix the remuneration to be paid to the auditor;
4. to consider and, if thought fit, to pass, with or without variation, an ordinary resolution approving certain amendments to the Corporation's 10% rolling stock option plan ("**Plan**"), as more particularly described in the accompanying management information circular ("**Information Circular**"); and
5. to consider and, if thought fit, to pass, with or without variation, an ordinary resolution approving all unallocated stock options under the Plan, as more particularly described in the accompanying Information Circular.

If you held shares in the Corporation on May 9, 2024, you are entitled to receive notice of and vote at the Meeting or any postponement or adjournment of it.

This notice is accompanied by an Information Circular, a proxy or voting instruction form and a financial statement request form. See page 5 of the Information Circular for more information about how to vote your shares.

If you are not able to attend the Meeting, please cast your vote by using the proxy or voting form provided to you and returning it as instructed before 10:00 a.m. (Pacific Time) on Tuesday, June 25, 2024. The deadline for the deposit of proxies may be waived or extended by the Chair of the Meeting at the Chair's discretion without notice.

DATED at Vancouver, British Columbia the 13<sup>th</sup> day of May 2024.

Yours truly,

/s/ "Judy A. McCall"

Judy A. McCall  
Corporate Secretary