

# CornishMetals

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## NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING

NOTICE IS HEREBY GIVEN that the annual general and special meeting (the “**Meeting**”) of the shareholders of CORNISH METALS INC. (the “**Company**”) will be held in a virtual-only format conducted via live audio teleconference on **Thursday, July 28, 2022 at 9:00 a.m. (Vancouver time) and 5:00 p.m. (London time)** for the following purposes:

1. to receive and consider the audited consolidated financial statements of the Company for the year ended January 31, 2022 and the auditor’s report thereon;
2. to fix the number of directors at eight (8);
3. to elect directors for the ensuing year;
4. to appoint the auditor for the ensuing year and to authorize the directors to fix the remuneration to be paid to the auditor;
5. to consider and, if thought fit, to pass an ordinary resolution to approve amendments the Company’s “rolling” stock option plan, as more fully described in the accompanying Management Proxy Circular;
6. to consider and, if thought fit, to pass an ordinary resolution to authorize the directors to allot shares in the Company and to grant rights to subscribe for or convert any security into shares of the Company, as more fully described in the accompanying Management Proxy Circular;
7. to consider and, if thought fit, to pass an extraordinary resolution to authorize the directors to allot certain equity securities for cash without first having to offer them on a pre-emptive basis to existing shareholders, as more fully described in the accompanying Management Proxy Circular; and
8. to transact such further or other business as may properly come before the Meeting and any adjournments thereof.

### **IMPORTANT NOTICE**

As a result of heightened health and safety concerns related to the COVID-19 pandemic, and in order to mitigate risks to the health and safety of the Company’s shareholders, employees and other stakeholders, Meeting is scheduled to take place in a virtual-only format conducted via live audio teleconference.

Shareholders will have an equal opportunity to participate at the Meeting online regardless of geographic location. Shareholders of the Company will not be able to attend the Meeting in person. The Company strongly encourages all shareholders who are entitled to vote at the Meeting to do so by proxy or, in the case of Depositary Interest Holders (as defined in the accompanying Management Proxy Circular), either by completing the Form of Instruction (as defined in the accompanying Management Proxy Circular) or by voting using the system for the

paperless settlement of trades in securities and the holding of uncertificated securities operated by Euroclear UK & Ireland Limited (“**Euroclear**” and such system, “**CREST**”) in accordance with the *Uncertificated Securities Regulations 2001* (as amended) of the United Kingdom (the “**CREST Regulations**”) in advance of the Meeting by following the instructions in the accompanying Management Proxy Circular and the form of proxy or Form of Instruction, as applicable, or, for those who are entitled to and wish to attend and participate in the Meeting, to carefully follow the procedures described in the accompanying Management Proxy Circular to ensure they can attend and participate in the Meeting virtually via live audio teleconference.

**Shareholders are asked to carefully read the accompanying Management Proxy Circular to ensure that they understand the procedures required to be followed to attend and participate in the Meeting virtually via live audio teleconference, the matters to be voted upon and vote their shares accordingly.**

The accompanying Management Proxy 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 at Vancouver, British Columbia, this 20<sup>th</sup> day of June, 2022.

**BY ORDER OF THE BOARD OF DIRECTORS**

“/s/ R. Williams”

Richard Williams  
President, CEO & Director