



350 Bay Street, Suite 400
Toronto, Ontario
M5H 2S6

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the annual and special meeting (the "**Meeting**") of the shareholders of Millennial Precious Metals Corp. (the "**Company**") will be held at the offices of the Company, 350 Bay Street, Suite 400, Toronto, Ontario, at 4:00 p.m. (Eastern Daylight Time) on June 27, 2022 for the following purposes:

1. to receive the audited consolidated financial statements of the Corporation for the financial year ended December 31, 2021 together with the report of the auditor thereon;
2. to set the number of directors of the Company at five;
3. to elect directors of the Company for the ensuing year;
4. to appoint the auditor of the Company for the ensuing year and to authorize the directors of the Company to fix the remuneration of the auditor;
5. to consider and, if deemed advisable, to pass, with or without variation, a resolution of shareholders of the Company, in accordance with the requirements of the TSX Venture Exchange, confirming and approving the stock option plan of the Company;
6. to consider and, if deemed advisable, to pass, with or without variation, a resolution of shareholders of the Company, in accordance with the requirements of the TSX Venture Exchange, confirming and approving the amended and restated restricted share unit plan of the Corporation, which increases the number of common shares available for issuance as awards under the plan from 7,000,000 to 11,000,000; and
7. to transact such other business as may properly be brought before the Meeting or any adjournment thereof.

Particulars of the foregoing matters are set forth in the accompanying management information circular (the "**Circular**"). Please review the Circular carefully and in full prior to voting in relation to the matters set out above as the Circular has been prepared to help you make an informed decision on such matters.

The directors of the Company have fixed the close of business on May 24, 2022 as the record date (the "**Record Date**") for the determination of shareholders entitled to receive notice of, and to vote at, the Meeting. Only shareholders whose names have been entered in the register of shareholders as of the close of business on the Record Date will be entitled to receive notice of, and to vote at, the Meeting.

Shareholder Guidance as a result of COVID-19:

In the context of the effort to mitigate potential risks to the health and safety associated with COVID-19, the shareholders of the Company are being discouraged from attending the Meeting in-person. All shareholders are encouraged to vote on the matters before the meeting by proxy in the manner set out in this Notice and the Circular. Shareholders are encouraged to participate in the Meeting by dialing in to the Company's conference line at: 1-833-311-4101 (Canada Toll Free), 1-844-992-4726 (United States Toll Free) or 1-416-216-5643 (outside of North

America), followed by Conference ID 2489 203 3086#. Participants should dial in 5-10 minutes prior to the scheduled start time of the Meeting and ask to join the call.

The Meeting may be accessed via live conference call as follows:

Date and time: Monday, June 27, 2022 at 4:00 p.m. (Toronto time)

Dial-in numbers: 1-833-311-4101 (Canada Toll Free)

1-844-992-4726 (United States Toll Free)

1-416-216-5643 (outside of North America)

Access Code: 2489 203 3086#

Shareholders are entitled to vote at the Meeting either in person or by proxy, as described in the Circular under the heading "*General Proxy Information*". Only registered shareholders of the Company, or the persons they appoint as their proxies, are entitled to attend and vote at the Meeting. For information with respect to shareholders who own their Common Shares through an intermediary, see "*General Proxy Information – Non-Registered Shareholders*" in the Circular.

Whether or not you are able to attend the Meeting in person, you are encouraged to provide voting instructions on the enclosed form of proxy as soon as possible. To be included at the Meeting, your completed and executed form of proxy must be received by TSX Trust Company, 100 Adelaide Street West, Suite 301, Toronto, Ontario, M5H 4H1, no later than 4:00 p.m. (Eastern Daylight Time) on June 23, 2022 (or no later than 48 hours (excluding Saturdays, Sundays and holidays) prior to any reconvened Meeting in the event of an adjournment of the Meeting) or deposited with the Chair of the Meeting prior to the commencement of the Meeting or any adjournment thereof. Voting instructions may also be provided by telephone or the internet by following the instructions on the form of proxy.

DATED at Toronto, Ontario this 26th day of May, 2022.

BY ORDER OF THE BOARD

(signed) "Jason Kosec"

President and Chief Executive Officer