



NOTICE OF ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF PRUDENT MINERALS CORP.

NOTICE IS HEREBY GIVEN that the Annual General Meeting (the “Meeting”) of the shareholders of PRUDENT MINERALS CORP. (the “Company”), will be held at Suite 830, 1100 Melville Street, Vancouver, British Columbia, on Wednesday, the 26th day of February, 2025, at the hour of 9:00 a.m. (Pacific Standard Time) for the purpose of:

1. To receive the audited annual financial statements of the Company for its financial year ended February 28, 2024;
2. To fix the number of directors of the Company at three (3);
3. To elect the directors of the Company for the ensuing year;
4. To appoint Crowe MacKay LLP as the Company’s auditor for the ensuing financial year and to authorize the directors to set the auditor’s remuneration;
5. To consider and, if thought fit, pass an ordinary resolution to approve the Company’s Stock Option Plan;
6. To consider and, if thought fit, pass an ordinary resolution to approve the Company’s Restricted Share Unit Plan;
7. To approve the transaction of such other business as may properly come before the Meeting.

A shareholder entitled to attend and vote at the Meeting is entitled to appoint a proxyholder to attend and vote in his stead. If you are unable to attend the Meeting in person virtually, please read the notes accompanying the instrument of proxy enclosed and then complete and return the proxy within the time set out in the notes. The persons named in the accompanying instrument of proxy are directors or officers of the Company. A shareholder has the right to appoint a person to attend and act on his behalf at the Meeting other than the persons named in the enclosed instrument of proxy. To exercise this right, a shareholder shall strike out the names of the persons named in the instrument of proxy and insert the name of his nominee in the blank space provided, or complete another instrument of proxy.

DATED at Vancouver, British Columbia, this 27th day of January, 2025.

BY ORDER OF THE BOARD

“Brett Matich”

Brett Matich
President and Chief Executive Officer