

## VICTORY BATTERY METALS CORP.

TAKE NOTICE that an Annual General Meeting of the shareholders (the "**Meeting**") of Victory Battery Metals Corp. (the "**Corporation**") will be held at Cordova Room, 7<sup>th</sup> Floor, MNP Tower, 1021 West Hastings Street, Vancouver, BC V6E 0C3 at 9:00 a.m. (Vancouver time) on Wednesday, May 10, 2023 for the following purposes:

- 1 To receive the financial statements of the Corporation for the years ended 2021 and 2022, together with the reports of the auditors thereon;
- 2 To elect directors of the Corporation for the ensuing year, as described in the Information Circular accompanying this Notice.
- 3 To appoint Baker Tilly WM LLP, Chartered Professional Accountants, as auditor of the Corporation for the ensuing year and to authorize the Board of Directors to fix the auditors' remuneration, as described in the Information Circular accompanying this Notice.
- 4 To transact such other business as may properly come before the Meeting or any adjournment or adjournments thereof.

The specific details of the matters to be considered at the Meeting are set out in the Information Circular dated April 11, 2023, which accompanies this Notice of Meeting. Only Shareholders of record at the close of business on April 10, 2023, are entitled to receive notice of and to vote at the Meeting or any adjournment thereof.

If you are a registered Shareholder and are unable to attend the Meeting in person, please date and execute the accompanying form of proxy and return it in the envelope provided to Odyssey Trust Company, Traders Bank Building 702, 67 Yonge Street, Toronto, ON, M5E 1J8, Attn: Proxy Department, not less than 48 hours (excluding Saturdays, Sundays and holidays) before the time fixed for the Meeting or an adjournment thereof.

If you are not a registered Shareholder and receive these materials through your broker or through another intermediary, please complete and return the form of proxy in accordance with the instructions provided to you by your broker or by the other intermediary.

**Only registered shareholders as at April 10, 2023 and their duly appointed proxyholders will be entitled to vote at the Meeting.**

DATED at Vancouver, British Columbia this 11<sup>th</sup> day of April, 2023.

By Order of the Board of Directors

(signed) "*Mark Ireton*"