

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that an annual and special meeting of shareholders of **PELTON MINERALS CORPORATION** (the “Corporation”) will be held on Friday, June 30, 2023 at 380 Wellington Street, 6th Floor, London, Ontario N6A 5B5 at 11:00 a.m. (Eastern Time) (the “Meeting”), for the following purposes:

1. to receive the audited financial statements of the Corporation for the fiscal year ended December 31, 2022, together with the report of the auditors thereon;
2. to set the number of directors at seven (7);
3. to elect directors;
4. to re-appoint auditors and to authorize the directors to fix their remuneration;
5. to consider and, if thought fit, pass a special resolution to implement a security-based compensation plan;
6. to consider and, if thought fit, pass a special resolution for the advance notice of nomination of directors; and
7. to transact such further or other business as may properly come before the Meeting or any adjournment or adjournments thereof.

Accompanying this Notice are a Management Information Circular, a form of proxy (the “Proxy”) (if you are a registered shareholder) or a Voting Instruction Form (if you are a non-registered shareholder), and a Supplemental Mailing List Form. The accompanying Management Information Circular provides information relating to the matters to be addressed at the Meeting and is incorporated into this Notice.

Shareholders are entitled to vote at the Meeting either in person or by proxy. Those who are unable to attend the Meeting are requested to read, complete, sign and mail the Proxy or Voting Instruction Form in accordance with the instructions set out in the Proxy or Voting Instruction Form and in the Management Information Circular accompanying this Notice. Please advise the Corporation of any change in your mailing address.

Only holders of common shares of record at the close of business on May 23, 2023 (the “Record Date”) will be entitled to vote at the Meeting.

DATED at London, Ontario, the 30th day of May, 2023.

BY ORDER OF THE BOARD

(Signed) “Edward L. Ellwood”

Edward L. Ellwood, President and CEO