



1130 Pender Street, West, Suite 820
Vancouver, BC V6E 4A4

NOTICE OF ANNUAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting (the **"Meeting"**) of Red Metal Resources Ltd. (the **"Company"**) will be held at the offices of 278 Bay Street, Suite 102, Thunder Bay, Ontario, on Tuesday, December 3, 2024, at 3:00 p.m. (Eastern Standard Time) for the following purposes:

1. to receive the audited financial statements of the Company for the financial year ended January 31, 2024, together with the auditor's report thereon;
2. to set the number of directors of the Company for the ensuing year at five (5);
3. to elect the following persons as directors of the Company for the ensuing year: Caitlin Jeffs, Brian Gusko, Cody McFarlane, Michael Thompson, and Matthew Parent;
4. to appoint Dale Matheson Carr-Hilton Labonte LLP as the auditors of the Company for the ensuing fiscal year ending January 31, 2025, at a remuneration to be fixed by the board of directors of the Company (the **"Board"**);
5. to consider and, if thought advisable, to pass, with or without amendment, an ordinary resolution to approve the Company's stock option plan, as more particularly described in the Information Circular; and
6. to transact such further or other business as may properly come before the Meeting and any adjournment or postponement thereof.

The accompanying information circular (the **"Information Circular"**) are a form of proxy and a reply card for use by Shareholders who wish to receive the Company's financial statements. The accompanying Information Circular provides additional information relating to the matters to be dealt with at the Meeting and is incorporated into this Notice of Meeting. Only shareholders of record at the close of business on October 29, 2024, will be entitled to receive notice of, and to vote at, the Meeting or any and all adjournments or postponements thereof.

The Company urges all shareholders to vote by proxy IN ADVANCE of the Meeting in accordance with the instructions set out below. Shareholders wishing to listen to the Meeting may do so through the live Microsoft Teams conference call for which the details are provided on the Company's website at <https://www.redmetalresources.com/investors/corporate-filings/>.

Shareholders who dial in to the Meeting through the call details provided on the Company's website will not be able to vote on the matters put forth at the Meeting. Only those registered shareholders or duly appointed proxyholders who attend the Meeting in person will be permitted to vote at the Meeting.

Only shareholders of record as of October 29, 2024, are entitled to notice of the Meeting and to vote at the Meeting or at any adjournment or postponement thereof.

It is desirable that as many common shares as possible be represented at the Meeting. The shareholders are advised not to attend the Meeting, and instead requested to vote by proxy by following the instructions provided in the enclosed form of proxy at least 48 hours (excluding Saturdays, Sundays and holidays recognized in the Province of Ontario) before the time and date of the Meeting or any adjournment or postponement thereof.

If you are a non-registered shareholder of the Company and received this Notice and accompanying materials through a broker, a financial institution, a participant, a trustee or administrator of a retirement savings plan, retirement income fund, education savings plan or other similar savings or investment plan registered under the *Income Tax Act* (Canada), or a nominee of any of the foregoing, that holds your securities on your behalf (an "**Intermediary**"), please complete and return the materials in accordance with the instructions provided to you by your Intermediary.

Late instruments of proxy may be accepted or rejected by the Chairman of the Meeting in his discretion and the Chairman is under no obligation to accept or reject any particular late instruments of proxy.

DATED at Vancouver, British Columbia, this 4th day of November, 2024.

By Order of the Board

/s/ "Caitlin Jeffs"

Caitlin Jeffs

President and CEO, Chief Executive Officer and Director