

INTERNATIONAL BATTERY METALS LTD.
(the “Company”)

**NOTICE OF 2021 AND 2022 ANNUAL GENERAL
MEETING OF SHAREHOLDERS**

NOTICE IS HEREBY GIVEN that an annual general meeting of the holders of Common Shares of the Company (the “Shareholders”) for the fiscal year ended January 31, 2021 and January 31, 2022, (collectively referred to herein as the “Meeting”) will be held virtually via Zoom Meetings and at the Company’s registered and records office located at Suite 800 – 543 Granville Street, Vancouver, British Columbia on Tuesday, June 21, 2022 at 11:00 a.m. (Pacific Daylight Savings Time), or any adjournment thereof, for the following purposes:

1. to receive the audited financial statements of the Company for the financial year ended January 31, 2021, and January 31, 2022, together with the report of the auditors thereon;
2. to set the number of directors of the Company for the ensuing year at five (5);
3. to elect John Burba, Tony Colletti, Maria Echaveste, Foy William Morgan, and William Webster as directors of the Company for the ensuing year;
4. to re-appoint Davidson & Company LLP as auditors of the Company until the next annual meeting of the Company and to authorize the directors of the Company to fix their remuneration;
5. to re-approve the Company’s 10% rolling stock option plan dated August 17, 2017, as amended on April 19, 2021, as more particularly described in the Circular (as defined herein);
6. to consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution approving and ratifying (i) an amendment (the “Amendment”) to the Company’s restricted share unit plan dated November 25, 2020 (the “RSU Plan”) and (ii) the RSU Plan, as amended by the Amendment, as more particularly described in the Circular; and
7. to transact such other business as may properly be brought before the Meeting.

An Information Circular (the “Circular”) accompanies and is deemed to form part of this Notice of Meeting. The Circular contains details of matters to be considered at the Meeting.

The record date for determining the Shareholders entitled to receive notice of and to vote at the Meeting was the close of business on Tuesday, May 17, 2022 (the “Record Date”). Only Shareholders as of the close of business on the Record Date are entitled to receive notice of and to vote at the Meeting.

Shareholders who are unable to attend the Meeting in person or on Zoom Meetings may vote their shares by completing, signing, and returning the accompanying form of proxy to the transfer agent of the Company, Computershare Investor Services Inc., no less than 48 hours (excluding Saturdays, Sundays, and holidays) prior to the Meeting.

Information with respect to voting by non-registered beneficial shareholders is included in the Circular. Non-registered beneficial shareholders should seek instructions on how to vote their shares from their broker, investment dealer, bank, trust company or other intermediary.

To access the Zoom Conference please use the following:

Shareholders wishing to attend the Meeting via Zoom Meetings are hereby advised to contact Mr. Daniel Deutsch of DS Lawyers Canada LLP at ddeutsch@dsavocats.ca by no later than 4:00 pm on Monday, June 20, 2022, who will provide the log-in details of the Zoom Meeting. Please note, the Meeting is only accessible to beneficial and registered shareholders of the Company as well as proxyholders. As such we kindly ask that you keep the log-in details private and do not circulate to individuals who are not shareholders of the Company.

In your correspondence to Mr. Deutsch, we kindly ask that you identify yourself and advise of the amount of common shares you hold in the Company, along with how those shares are registered.

CAUTION CONCERNING COVID-19 OUTBREAK

We are continuously monitoring development of the coronavirus disease (“COVID-19”) outbreak. In light of the evolving public health guidelines related to COVID-19, we ask Shareholders to consider voting their shares by proxy and **not** attend the meeting in person. Those Shareholders who do wish to attend the Meeting in person, should carefully consider and follow the instructions of the federal Public Health Agency of Canada.

Please do not attend the Meeting in person if you are experiencing any cold or flu-like symptoms, or if you or someone with whom you have been in close contact has travelled to/from outside of Canada within the 14 days immediately prior to the Meeting. All Shareholders are strongly encouraged to vote by submitting their completed form of proxy (or voting instruction form) prior to the Meeting by one of the means described in the Information Circular accompanying this Notice.

The Company reserves the right to take any additional pre-cautionary measures deemed to be appropriate, necessary, or advisable in relation to the Meeting in response to further developments in the COVID-19 outbreak, including: (i) holding the Meeting virtually or by providing a webcast of the Meeting; (ii) hosting the Meeting solely by means of remote communication; (iii) changing the Meeting date and/or changing the means of holding the Meeting; (iv) denying access to persons who exhibit cold or flu-like symptoms, or who have, or have been in close contact with someone who has, travelled to/from outside of Canada within the 14 days immediately prior to the Meeting; and (v) such other measures as may be recommended by public health authorities in connection with gatherings of persons at events such as the Meeting. Should any changes to the Meeting format occur, the Company will provide notice directly to those Shareholders entitled to attend the Meeting.

IN THE EVENT OF ANY CHANGES TO THE MEETING FORMAT DUE TO THE COVID-19 OUTBREAK, THE COMPANY WILL NOT PREPARE OR MAIL AN AMENDED NOTICE, INFORMATION CIRCULAR OR MEETING MATERIALS.

DATED at the City of Vancouver, in the Province of British Columbia, as of the 19th day of May, 2022.

BY ORDER OF THE BOARD OF DIRECTORS

“Dr. John Burba”

**Dr. John Burba
Chief Executive Officer and Director**