

INTERNATIONAL BATTERY METALS LTD.
(the “Company”)

**NOTICE OF 2024 ANNUAL GENERAL & SPECIAL MEETING
OF SHAREHOLDERS OF THE COMPANY**

NOTICE IS HEREBY GIVEN that an annual general and special meeting (the “**Meeting**”) of the holders of Common Shares of the Company (the “**Shareholders**”) will be held virtually via Zoom Meetings and at the Company’s registered and records office located at Royal Centre, Suite 1750 – 1055 West Georgia Street, Vancouver, British Columbia on Thursday, October 31, 2024, at 10:00 a.m. (Pacific Daylight Time), or any adjournment thereof, for the following purposes:

1. to receive the audited financial statements of the Company for the fiscal period ended March 31, 2024, and March 31, 2023;
2. to set the number of directors of the Company for the ensuing year at five (5);
3. to elect the directors of the Company for the ensuing year, as more particularly set forth in the accompanying management proxy and information circular dated September 26, 2024, prepared for the purpose of the Meeting (the “**Circular**”);
4. to re-appoint Marcum 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 consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution of disinterested shareholders of the Company (those shareholders other than EV Metals VI, LLC and related affiliates, collectively “**EV Metals**”) consenting to EV Metals becoming a Control Person of the Company, as a result of the exercise of common share purchase warrants EV Metals currently holds, as more fully described in the Circular;
6. to consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution of disinterested shareholders of the Company (those shareholders other than the Encompass Capital Advisors LLC and related affiliates, collectively the “**Encompass Group**”), consenting to the Encompass Group becoming a Control Person of the Company, as a result of the exercise of warrants the Encompass Group currently holds in the Company that would bring them within the definition of a Control Person, as more fully described in the Circular; and
7. to transact such other business as may properly be brought before the Meeting.

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 is the close of business on Friday, September 20, 2024 (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 Common 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 Tuesday, October 29, 2024, 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 number of Common Shares you hold in the Company, along with how those shares are registered.

Shareholders are reminded when accessing the Zoom Meeting to keep themselves muted and to provide their full name so that they be identified prior to being permitted entry. In the event that an individual accessing the Zoom Meeting does not provide their full name upon request, the Company reserves the right to deny that individual access to the Zoom Meeting.

DATED at the City of Vancouver, in the Province of British Columbia, as of the 26th day of September, 2024.

BY ORDER OF THE BOARD OF DIRECTORS

“William Webster”
William Webster

Chair of the Board of Directors