

APIA RARE EARTHS & URANIUM CORP.

2 TORONTO STREET, SUITE 500
TORONTO, ONTARIO
M5C 2B6

NOTICE OF ANNUAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the Annual Meeting of Shareholders (the “**Meeting**”) of Appia Rare Earths & Uranium Corp. (the “**Corporation**”) will be held at the offices of the Corporation, Suite 500, 2 Toronto Street, Toronto, Ontario, on Monday, December 12, 2022, at 2:00 pm (Toronto time) for the following purposes:

1. to elect the directors as nominated by Management;
2. to appoint Wasserman Ramsay, Chartered Professional Accountants, as the auditors of the Corporation for the ensuing year and to authorize the directors to fix their remuneration; and
3. to transact such further or other business as may properly come before the said meeting or any adjournment or adjournments thereof.

The Management Information Circular for the fiscal year ended September 30, 2021 a form of Proxy or a Voting Instruction Form and a return envelope accompany this Notice of Meeting.

Audited Financial Statements and Management’s Discussion and Analysis of the Corporation’s operations for the fiscal year ended September 30, 2022 have been mailed to registered shareholders separately.

Shareholders entitled to vote who do not expect to be present at the Meeting are urged to date, sign and return the enclosed form of proxy. Refer to “Notes” below.

DATED October 31, 2022.

**BY ORDER OF THE
BOARD OF DIRECTORS**

“Frank van de Water”

Frank van de Water
Secretary

NOTES:

- (1) As provided in the *Canada Business Corporations Act* shareholders registered on the books of the Corporation at the close of business on October 31, 2022 are entitled to notice of the Meeting.
- (2) Shareholders registered on the books of the Corporation at the close of business on October 31, 2022 are entitled to vote at the Meeting. The directors have fixed the hour of 2:00 pm (Toronto time) on Thursday, December 8, 2022, being not less than 48 hours, excluding Saturdays, Sundays and statutory holidays, preceding the day of the Meeting, or any adjournment thereof, as the time before which the instrument of proxy to be used at the Meeting must be deposited with the Transfer Agent of the Corporation, TSX Trust Company, Attn: Proxy Dept, Suite 301, 100 Adelaide Street West, Toronto, Ontario, M5H 4H1, provided that a proxy may be delivered to the Chairman of the Meeting on the day of the Meeting or any adjournment thereof prior to the time for voting to revoke a proxy previously delivered in accordance with the foregoing.