



NOTICE OF SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the special meeting of the shareholders (the "**Meeting**") of **CHEMESIS INTERNATIONAL INC.** (the "**Company**") will be held at Suite 2800 - 666 Burrard Street, Vancouver, British Columbia, V6C 2Z7 on **Tuesday, June 21, 2022, at 10:00 a.m.** (Pacific Time).

The Meeting is to be held for the following purposes:

- to consider and, if deemed advisable, to approve, with or without variation, an ordinary resolution, the full text of which is provided in "Particulars of Matters to be Acted Upon — Change of Business and Option to Acquire a Mineral Property" of the accompanying information circular (the "**Information Circular**"), approving a change of the Company's business from an cannabis issuer to a mining issuer;
- to consider and, if deemed advisable, to approve, with or without variation, a special resolution approving a consolidation of the Company's issued and outstanding common shares at such consolidation ratio to be determined by the directors of the Company, all as more particularly set forth in the accompanying Information Circular; and
- to transact such other business as may properly come before the Meeting or any adjournments thereof.

The specific details of the foregoing matters to be put before the Meeting, as well as further information with respect to voting by proxy, are set forth in the accompanying Information Circular.

Registered shareholders who are unable to attend the Meeting in person and who wish to ensure that their shares will be voted at the Meeting are requested to complete, date and sign the enclosed form of proxy, or another suitable form of proxy and deliver it in accordance with the instructions set out in the form of proxy and in the Information Circular.

Non-registered shareholders who plan to attend the Meeting must follow the instructions set out in the form of proxy or voting instruction form to ensure that their shares will be voted at the Meeting. If you hold your shares in a brokerage account, you are a non-registered shareholder.

DATED at Vancouver, British Columbia, this 17th day of May, 2022.

BY ORDER OF THE BOARD OF DIRECTORS:
CHEMESIS INTERNATIONAL INC.

Signed: "*Josh Rosenberg*"

Josh Rosenberg
President and Director