



**DELREY METALS CORP.**

3707 – 1111 Alberni Street  
Vancouver, BC V6E 0A8  
Phone: (604) 620-8904

**NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS**

**NOTICE IS HEREBY GIVEN** that the annual general and special meeting (the “**Meeting**”) of the shareholders of Delrey Metals Corp. (the “**Company**”) will be held at **3<sup>rd</sup> Floor Business Centre Boardroom, The Shangri-Law Hotel and Tower, 1128 West Georgia Street, Vancouver, British Columbia**, on **Friday, April 12, 2019** at the hour of 10:00 a.m. (Vancouver time), for the following purposes:

1. To receive the audited consolidated financial statements of the Company, together with the auditor’s report thereon, for the fiscal year ended February 28, 2018;
2. To set the number of directors at three;
3. To elect directors for the ensuing year;
4. To appoint Dale Matheson Carr-Hilton LaBonte LLP, Chartered Professional Accountants, as the auditors of the Company for the ensuing year and to authorize the directors of the Company to fix the remuneration to be paid to the auditors; and
5. To ratify and approve the Company’s existing Stock Option Plan as more particularly described in the Company’s Management Information Circular dated March 8, 2019 accompanying this Notice of Meeting.
6. To transact such further or other business as may properly come before the Meeting and any adjournment or postponement thereof.

An Information Circular and Form of Proxy accompany this Notice. The Information Circular provides additional information relating to the matters to be dealt with at the Meeting and forms part of this Notice.

Registered shareholders as at the close of business on March 1, 2019 are entitled to notice of and vote at the Meeting in person or by proxy. Registered shareholders who are unable to attend the Meeting, or any adjournment(s) or postponement(s) thereof, in person, are requested to read, complete, sign and return or follow the instructions to vote over the telephone or on the internet the Form of Proxy accompanying this Notice in accordance with the instructions set out in the form of Proxy and in the Information Circular accompanying this Notice. Beneficial shareholders who received the form of Proxy accompanying this Notice through an intermediary must deliver the Proxy in accordance with the instructions given by such intermediary.

DATED at Vancouver, British Columbia, this 8<sup>th</sup> day of March, 2019.

BY ORDER OF THE BOARD OF DELREY METALS CORP.

*“Morgan Good”*

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**Morgan Good**  
President and CEO