

NOTICE OF MEETING

NOTICE IS HEREBY GIVEN that an annual and special meeting (the “**Meeting**”) of the holders (“**Ameriwest Shareholders**”) of common shares (the “**Ameriwest Shares**”) of Ameriwest Lithium Inc. (“**Ameriwest**”) to be held at McMillan LLP, 1500-1055 West Georgia Street, Vancouver, British Columbia and virtually via live teleconference on July 5, 2022 at 11:00 a.m. (Vancouver time). Shareholders may attend the Meeting via live teleconference, by dialing one of the following telephone numbers:

Canada toll free: 1-855-244-8677

Canada toll: +1-416-915-6530

U.S. toll free: 1-855-282-6330

U.S. toll: +1-415-655-0002

Access code: 26310970030

Ameriwest Shareholders will not be able to vote their Ameriwest Shares by attending the Meeting virtually via live teleconference. If you are a registered Ameriwest Shareholder, you may only vote by attending the Meeting in person or by completing the enclosed form of proxy.

The Meeting is being held for the following purposes:

1. to receive the audited annual consolidated financial statements of Ameriwest for the years ended April 30, 2021 and 2020, together with the auditor’s report thereon;
2. to consider, pursuant to an interim order of the Supreme Court of British Columbia dated May 20, 2022 (the “**Interim Order**”) and, if thought advisable, to pass, with or without amendment, a special resolution (the “**Arrangement Resolution**”) approving an arrangement (the “**Arrangement**”) under Section 288 of the *Business Corporations Act* (British Columbia) (the “**Business Corporations Act**”), involving, among others, Ameriwest and ISM Resources Inc. (“**ISM**”), the full text of which is set forth in Appendix A to the accompanying management information circular (the “**Circular**”);
3. to elect directors to hold office until the next annual general meeting of Ameriwest;
4. to ratify the appointment of DeVisser Gray LLP (“**DeVisser**”) as auditor of Ameriwest, and the remuneration paid by Ameriwest to DeVisser, for the fiscal years ending 2021 and 2020;
5. to appoint DeVisser as auditor of Ameriwest for the ensuing year and to authorize the directors to fix the auditor’s remuneration;
6. to consider and, if deemed advisable, pass an ordinary resolution ratifying and approving the stock option plan, in the form set forth in Appendix G to the Circular, approved by the board of directors of Ameriwest on February 8, 2021 (the “**Existing Option Plan**”);
7. to consider and, if deemed advisable, pass an ordinary resolution approving a new stock option plan, in the form set forth in Appendix H of the Circular, to replace the stock option plan, in the form set forth in Appendix G to the Circular, approved by the board of directors of Ameriwest on February 8, 2021, subject to the completion of the Arrangement;
8. to consider and, if deemed advisable, pass an ordinary resolution approving a stock option plan for ISM in the form set forth in Appendix I to the Circular, subject to the completion of the Arrangement; and

9. to transact such further or other business as may properly come before the Meeting or any adjournment or postponement thereof.

The Circular contains the full text of the Arrangement Resolution and provides additional information relating to the subject matter of the Meeting, including the Arrangement, and is deemed to form part of this Notice of Meeting.

Ameriwest Shareholders are entitled to vote at the Meeting either in person or by proxy. Registered Ameriwest Shareholders who are unable to attend the Meeting in person are encouraged to read, complete, sign, date and return the enclosed form of proxy in accordance with the instructions set out in the proxy and in the Circular. In order to be valid for use at the Meeting, proxies must be received by Endeavor Trust Corporation (“**Endeavor**”), by mail at its office at Suite 702 – 777 Hornby Street, Vancouver, BC, V6Z 1S4, by fax (1-604-559-8908, or by email to proxy@endeavortrust.com, at least 48 hours (excluding Saturdays, Sundays and holidays) before the time of the Meeting or any adjournment or postponement thereof. Please advise Ameriwest or Endeavor of any change in your mailing address.

If you are a non-registered Ameriwest Shareholder, please refer to the section in the Circular entitled “*General Proxy Information - Voting by Ameriwest Shareholders*” for information on how to vote your Ameriwest Shares.

Pursuant to the Interim Order, each Ameriwest Shareholder has been granted the right to dissent in respect of the Arrangement Resolution and, if the Arrangement becomes effective, to be paid the fair value of the Ameriwest Shares in respect of which such Ameriwest Shareholder dissents, in accordance with the dissent procedures contained in the Interim Order. To exercise such right: (a) a written notice of dissent with respect to the Arrangement Resolution from the registered Ameriwest Shareholder must be received by Ameriwest at the offices of McMillan LLP at Suite 1500, Royal Centre, 1055 West Georgia Street, Vancouver, British Columbia, Canada, V6E 4N7, by no later than 11:00 a.m. (Vancouver time) on the date that is two (2) Business Days before the Meeting date or two (2) Business Days before any adjournment or postponement of the Meeting; and (b) the Ameriwest Shareholder must have otherwise complied with the dissent procedures in the Interim Order and the Business Corporations Act. The right to dissent is described in the Circular and the text of the Interim Order, which is attached as Appendix C to the Circular. The board of directors of Ameriwest may decide to withdraw the Arrangement Resolution and not proceed with the Arrangement if it determines, in its sole discretion, that Ameriwest has received too many dissent notices from Ameriwest Shareholders. Failure to strictly comply with the requirements set forth in the Interim Order and the Business Corporations Act may result in the loss of any right of dissent.

DATED this 30th day of May, 2022.

BY ORDER OF THE BOARD OF DIRECTORS OF
AMERIWEST LITHIUM INC.

(Signed) “*David Watkinson*”
Chief Executive Officer and Director
Ameriwest Lithium Inc.