

MUZHU MINING LTD.

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that an Annual General and Special meeting (the “**Meeting**”) of holders (“**Shareholders**”) of common shares (the “**Shares**”) of Muzhu Mining Ltd. (the “**Corporation**”) will be held on **Friday, December 20, 2024 at Suite 1400, 1125 Howe Street, Vancouver, B.C.** at the hour of **10:00 a.m. (Pacific Standard Time)** for the following purposes:

- (1) To receive the audited consolidated financial statements of the Corporation as at and for the year ended March 31, 2024 together with management’s discussion and analysis and the report of the auditors thereon.
- (2) To elect four (4) directors of the Corporation for the ensuing year.
- (3) To appoint Davidson & Company LLP as the auditors of the Corporation for the ensuing year and to authorize the directors of the Corporation to fix the remuneration to be paid to the auditors.
- (4) To transact such other business as may properly come before the Meeting or any adjournment thereof.

Additional information relating to the business to be submitted to the Meeting is contained in the management information circular and forms part of this Notice.

The board of directors of the Corporation (the “**Board**” or “**Board of Directors**”) has fixed the close of business on November 8, 2024 as the record date for the purpose of determining Shareholders entitled to receive notice of, and vote at, the Meeting. Only Shareholders of record at the close of business on November 8, 2024 are entitled to vote at the Meeting. The failure of any Shareholder to receive notice of the Meeting does not deprive such Shareholder of the right to vote at the Meeting.

Registered Shareholders, being those Shareholders whose names appear on the Corporation’s records as a registered holder of Shares, who are unable to attend the Meeting should complete, sign, date and return the enclosed form of proxy to **Capital Transfer Agency ULC (“Capital”)**, in accordance with the instructions set out in the form of proxy accompanying the management information circular no later than **10:00 a.m. (Pacific Daylight Time) on Wednesday, December 18, 2024.**

Non-registered Shareholders, being Shareholders who beneficially own and hold Shares through a broker or other intermediary and who do not hold Shares in their own names, who have received these materials through their broker or another intermediary should refer to the accompanying management information circular for further instructions.

Dated at Vancouver, British Columbia this 8th day of November, 2024.

BY ORDER OF THE BOARD OF DIRECTORS

(Signed) “*Dwayne Yaretz*”

DWAYNE YARETZ

President, CEO, Chairman and Director