

## **COPPERHEAD RESOURCES INC.**

### **NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS TO BE HELD ON AUGUST 20, 2024**

The annual general meeting (the “**Meeting**”) of the holders of common shares (the “**Common Shares**”) of Copperhead Resources Inc. (the “**Corporation**”) will be held at the offices located at 1194 Bloor Street West, Second Floor, Toronto, ON M6H 1N2 on August 20, 2024, at 11:00 a.m. (Eastern Time) for the following purposes, as more particularly described in the management information circular provided along herewith (the “**Circular**”):

1. to receive and consider the Corporation’s audited consolidated financial statements for the fiscal year ended December 31, 2023, together with the auditors’ report thereon;
2. to re-elect the directors of the Corporation;
3. to re-appoint Adam Sung Kim Ltd. as the auditors of the Corporation to hold office until the next general meeting of the shareholders of the Corporation and to authorize the directors of the Corporation to fix the auditor’s remuneration;
4. to approve, by ordinary resolution, the Corporation’s stock option plan, including the reservation for issuance thereunder of all unallocated options, rights and other entitlements, in accordance with the rules of the Canadian Securities Exchange, in the form attached as Appendix “B” to the Circular; and
5. to transact such other business as may properly be brought before the Meeting or any adjournment thereof.

The specific details of the matters proposed to be put before the Meeting are set forth in the Circular, which accompanies and is incorporated into this notice.

The board of directors of the Corporation has fixed the close of business on July 15, 2024 as the record date, being the date for the determination of shareholders entitled to receive notice of, and to vote at, the Meeting and any adjournment or postponement thereof.

#### **Voting by Proxy**

**If you are a registered shareholder** of the Corporation and are unable to attend the Meeting in person, please date and execute the accompanying form of proxy and return it to Odyssey Trust Company, registrar and transfer agent of the Corporation, (i) by mail using the enclosed return envelope or one addressed to Odyssey Trust Company at 702-67 Yonge Street, Toronto, ON M5E 1J8 Attn: Proxy Department, or (ii) registered shareholders can also vote online ([www.odysseytrust.com/pxlogin](http://www.odysseytrust.com/pxlogin)), in either case not less than 48 hours prior to the Meeting or any adjournment thereof excluding Saturdays, Sundays and statutory holidays, being no later than 11:00 a.m. (Eastern Time) on August 16, 2024.

**If you are not a registered shareholder** of the Corporation and receive these materials through your broker or through another intermediary, please complete and return the form of proxy or voting instruction form in accordance with the instructions provided to you by your broker or by the other intermediary. Failure to do so may result in your shares not being eligible to be voted by proxy at the Meeting.

DATED at Vancouver, British Columbia, on July 17, 2024.

By order of the board of directors

***“Damian Lopez”***

Damian Lopez  
President and Chief Executive Officer