SHINE MINERALS CORP.

Suite 750 – 1620 Dickson Avenue
Kelowna, British Columbia, Canada V1Y 9Y2

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS
TO BE HELD ON **NOVEMBER 22, 2022**

NOTICE IS HEREBY GIVEN that the **Annual General and Special** meeting (the "**Meeting**") of **SHINE MINERALS CORP.** (the "**Company**") will be held at Suite 750- 1620 Dickson Avenue Kelowna BC V1Y 9Y2, on **Tuesday, November 22, 2022,** at **9:30 AM** (Pacific Time) for the following purposes:

1. to receive the audited financial statements of the Company for the financial years ended June 30, 2022 and June 30, 2021, together with the auditor's reports thereon;
2. to fix number of directors at Four (4) and elect directors for the ensuing year;
3. to confirm, ratify and approve the appointment of Davidson & Company, Chartered Professional Accountants, as the auditor of the Company for the ensuing financial year, and to authorize the directors to fix the remuneration to be paid to the auditor;
4. to consider and, if deemed appropriate, to pass, with or without variation, an ordinary resolution affirming, ratifying and approving the Company's new 10% rolling stock option plan, as more particularly described in the accompanying Information Circular;
5. to consider and, if thought fit, to pass with or without variation, a special resolution to: (i) approve the continuance of the Corporation from the Province of British Columbia under the provisions of the *Business Corporations Act* (British Columbia) and into the Province of Alberta under the provisions of the *Business Corporations Act* (Alberta); and (ii) to repeal and replace the existing Articles and By-Laws of the Company upon completion of the continuance;
6. To consider and, if deemed appropriate, pass an ordinary resolution approved by a majority of the minority shareholders of the Company authorizing the delisting of the Common Shares from the TSX Venture Exchange. See "Particulars of Matters to be Acted Upon – Delisting from the TSX Venture Exchange" in the Circular;
7. to consider and, if deemed appropriate, approve a special resolution substantially in the form set forth in the Information Circular under the heading "Consolidation of Issued and Outstanding Securities" authorizing an amendment to the Articles of the Company to consolidate (the "Consolidation") the outstanding common shares (each, a "**Common Share**") of the Company on the basis of one (1) Common Share post Consolidation for between two (2) and fifteen (15) Common Shares pre-Consolidation (the "**Range**") and authorizing the directors of the Company to determine the final Consolidation basis within such Range; and
8. to transact such other business as may properly come before the Meeting or any adjournments thereof.

The accompanying management information circular (the "**Information Circular**") provides additional information relating to the matters to be dealt with at the Meeting and is deemed to form part of this Notice. Also accompanying this Notice are (i) Form of Proxy or Voting Instruction Form, and (ii) Financial Statement Request Form. Any adjournment of the Meeting will be held at a time and place to be specified at the Meeting.

Only shareholders of record at the close of business on **October 18, 2022**, will be entitled to receive notice of and vote at the Meeting. Shareholders are entitled to vote at the Meeting either in person or by proxy. Each common share (the "**Common Shares**") is entitled to one vote.

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 not a registered shareholder.

DATED at Vancouver, British Columbia, this **20th** day of **October, 2022**.

BY ORDER OF THE BOARD OF DIRECTORS:

Signed: *"Devinder Randhawa"*
DEVINDER RANDHAWA
Chief Executive Officer and Director