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NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING

TAKE NOTICE that the Annual General and Special Meeting of the Shareholders of **Emperor Metals Inc.** (the “**Company**”) will be held virtual via Teams Meeting (<https://teams.microsoft.com/meet/285368169220785?p=H3qs1oJ1UL9L3oErh6>; Meeting ID: 285 368 169 220 785; Passcode: HZ33Sx6Y), on Wednesday, August 19, 2026 at 10:00 a.m. (MT) (the “**Meeting**”) for the following purposes:

1. to receive the Report of the Directors;
2. to receive the financial statements of the Company for its fiscal years ended January 31, 2026, and the reports of Auditors thereon;
3. to appoint Auditors for the ensuing year and to authorize the Directors to fix their remuneration;
4. to determine the number of directors and to elect directors;
5. to consider and, if thought fit, to approve and confirm the Company’s new Equity Incentive Plan, as more particularly described in the information circular dated July 9, 2026 (the “**Circular**”); and
6. to transact such other business as may properly come before the Meeting.

Accompanying this Notice are the Circular and form of Proxy.

A shareholder entitled to attend and vote at the Meeting is entitled to appoint a proxyholder to attend and vote in his stead. If you are unable to attend the Meeting, or any adjournment thereof in person, please read the Notes accompanying the form of Proxy enclosed herewith and then complete and return the Proxy within the time set out in the Notes. The enclosed form of Proxy is solicited by Management but, as set out in the Notes, you may amend it if you so desire by striking out the names listed therein and inserting in the space provided the name of the person you wish to represent you at the Meeting.

DATED this 9th day of July, 2026.

BY THE ORDER OF THE BOARD OF DIRECTORS OF
EMPEROR METALS INC.

“John C. Florek”

John C. Florek,
Chief Executive Officer