

**MAMMOTH RESOURCES CORP.**

150 York Street, Suite 410  
Toronto, Ontario M5H 3S5

**NOTICE OF THE ANNUAL GENERAL AND  
SPECIAL MEETING OF SHAREHOLDERS**

**NOTICE IS HEREBY GIVEN** that an annual general and special meeting (the “**Meeting**”) of the shareholders of Mammoth Resources Corp. (the “**Company**”) will be held online using a Zoom Meeting on Wednesday February 3, 2021 at 10:00 a.m. (Toronto, Ontario time). Please copy this link into your internet browser and follow the log in instructions to join the meeting:

<https://us04web.zoom.us/j/71171017469?pwd=UHdlR05oSFNlTDJWVG5Edjh6TnlPd309>

**Passcode: 5i1zez**

The meeting will be held for the following purposes:

1. the shareholders may request a copy of the financial statements for the years ended January 31, 2018, January 31, 2019 and January 31, 2020, together with the auditor’s report thereon;
2. to elect directors of the Company who will serve until the end of the next annual general meeting or until their successors are appointed;
3. to appoint Davidson & Company LLP, Chartered Accountants, as auditor of the Company and to authorize the directors to fix their remuneration;
4. to consider and, if deemed appropriate, to re-approve the stock option plan of the Company, as required by the policies of the TSX Venture Exchange; and
5. to transact such other business as may properly be brought before the Meeting or any adjournment thereof.

The Management 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 enclosed is a form of proxy for the Meeting.

Only registered shareholders at the close of business on December 15, 2020 will be entitled to vote at the Meeting.

If you are a *registered shareholder* of the Company and are unable to attend the online Meeting, please read, sign and date the accompanying form of proxy for the Meeting and deposit it with Computershare Investor Services Inc. (“**Computershare**”) by courier or mail at 100 University Avenue, 8th Floor, Toronto, Ontario, M5J 2Y1, Attention: Proxy Department, or by facsimile at 1-866-249-7775 (toll free in North America) or 1-416-263-9524 (international) by 10:00 a.m. (local time in Toronto, Ontario) on Monday, February 1, 2021 (or before 48 hours, excluding Saturdays, Sundays and holidays before any postponement or adjournment of the Meeting). Alternatively, registered shareholders may vote by telephone (1-866-732-8683) or online (www.investorvote.com) using the control number listed on the accompanying form of proxy.

If you are a *non-registered shareholder* of the Company, please complete and return the accompanying voting instruction form (or other form) in accordance with the instructions for completion and deposit well in advance of the deadline for depositing proxies.

DATED at Toronto, Ontario, this 15th day of December 2020.

**ON BEHALF OF THE BOARD**

*(signed) “Thomas Atkins”*