

**ESKAY MINING CORP.
82 RICHMOND STREET EAST
TORONTO, ONTARIO
M5C 1P1**

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the Annual General and Special Meeting of Shareholders (the “**Meeting**”) of Eskay Mining Corp. (“**Eskay Mining**” or the “**Corporation**”) will be held at the offices of **Gardiner Roberts LLP, The Islands Boardroom, Suite 3600, 22 Adelaide Street West, Toronto, Ontario M5H 4E3 at the hour of 2:00 o'clock in the afternoon (Toronto time), on Thursday, the 17th day of October, 2024** for the following purposes:

- (1) to elect the directors as nominated by Management;
- (2) to appoint McGovern Hurley LLP as auditors of the Corporation for the ensuing year and to authorize the directors to fix their remuneration;
- (3) to ratify the 2023 Stock Option Plan; and
- (4) to transact such further and other business as may properly come before the said Meeting or any adjournment of adjournments thereof.

A copy of the Management Information Circular (the “**Circular**”), the audited financial statements of the Corporation for the fiscal years ended February 29, 2024, and February 28, 2023 (the “**Annual Financial Statements**”) and the Corporation’s management’s discussion and analysis for the fiscal year ended February 29, 2024 (the “**Annual MD&A**”) accompany this Notice of Meeting.

Shareholders entitled to vote who do not expect to be present at the Meeting are urged to date, sign and return the Form of Proxy or voting instruction form delivered to them with the Notice-and-Access Notification (defined below).

NOTICE-AND-ACCESS

Notice is also hereby given that Eskay Mining has decided to use the notice-and-access method of delivery of meeting materials for the 2024 Annual General and Special Meeting of Shareholders. The notice-and-access method of delivery of meeting materials allows the Corporation to deliver the meeting materials over the internet in accordance with the notice-and-access rules adopted by the Ontario Securities Commission under National Instrument 54-101 *Communication with Beneficial Owners of Securities of a Reporting Issuer*. Under the notice-and-access system, shareholders still receive a proxy or voting instruction form (as applicable) enabling them to vote at the Meeting. However, instead of a paper copy of the Circular, the Annual Financial Statements and Annual MD&A and other meeting materials (collectively the “**Meeting Materials**”), shareholders receive a notification (the “**Notice-and-Access Notification**”) with information on how they may access such materials electronically. The use of this alternative means of delivery is more environmentally friendly as it will help reduce paper use and will also reduce the cost of printing and mailing materials to shareholders. **Shareholders are reminded to view the Meeting Materials prior to voting.**

Websites Where Meeting Materials Are Posted:

Meeting Materials can be viewed online under the Corporation’s profile at www.sedar.com or on the website, <https://www.marrellitrust.ca/2024/09/17/esk/>.

How to Obtain Paper Copies of the Meeting Materials

Registered holders or non-registered holders may request that paper copies of the Meeting Materials be sent to them by postal delivery at no cost to them. Requests may be made up to one year from the date the Meeting Materials are posted on the Corporation’s website.

In order to receive a paper copy of the Meeting Materials, registered and non-registered holders can call Marrelli Trust Company Limited at 1-844-682-5888 within North America or 416-361-0737 outside of North America on or before the day of the Meeting, or any adjournment thereof, or thereafter contact the Corporation at 416-907-6151 or by email at info@eskaymining.com.

Requests should be received by 2:00 p.m. (Toronto time) on Friday October 4, 2024, in order to receive the Meeting Materials in advance of the Meeting. If you have questions concerning Notice-and-Access, please call Marrelli Trust Company Limited at 416-361-0737 or Marrelli Trust Company Limited, Canada's toll free number at 1-844-682-5888 on or before the day of the Meeting.

RECORD DATE AND PROXY DELIVERY DATE

The Board of Directors of the Corporation has, by resolution, fixed the close of business on September 3, 2024, as the Record Date, being the date for determination of the registered holders of Common Shares entitled to receive notice of, and to vote at, the Meeting or any adjournment thereof.

The Board of Directors of the Corporation has, by resolution, fixed the hour of 2:00 p.m. in the afternoon (Toronto time) on Tuesday October 15, 2024, being not less than 48 hours, excluding Saturdays, Sundays and statutory holidays, preceding the day of the Meeting, or any adjournment thereof, as the time before which the instrument of proxy to be used at the Meeting must be deposited with the Transfer Agent of the Corporation, **Marrelli Trust Company Limited, c/o Marrelli Transfer Services Corp., 82 Richmond Street East, Toronto, Ontario, M5C 1P1**, provided that a proxy may be delivered to the Chairman of the Meeting on the day of the Meeting or any adjournment thereof prior to the time for voting to revoke a proxy previously delivered in accordance with the foregoing.

Shareholders entitled to vote who do not expect to be present at the Meeting are urged to date, sign and return the form of proxy or voting instruction form delivered to them with the Notice-and-Access Notification.

DATED the 3rd day of September, 2024.

**BY ORDER OF THE
BOARD OF DIRECTORS**

“Hugh M. (Mac) Balkam”

HUGH M. (MAC) BALKAM
President and CEO