

MANDEVILLE VENTURES INC.

1568 Merivale Road, Suite 314

Ottawa, Ontario K2G 5Y7

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that an annual and special meeting (the “**Meeting**”) of the shareholders of Mandeville Ventures Inc. (the “**Corporation**”) will be held as a virtual meeting by webcast on Friday, the 5th day of December, 2025, at 9:00 a.m. (Ottawa time) for the following purposes:

1. to receive and consider the audited financial statements of the Corporation for the year ended November 30, 2024, together with the report of the auditors thereon;
2. to elect directors;
3. to appoint auditors and to authorize the directors to fix their remuneration;
4. to consider and, if thought fit, pass with or without variation, an ordinary resolution of shareholders ratifying the 10% “rolling” stock option plan of the Corporation; and
5. to transact such further or other business as may properly come before the meeting or any adjournment or adjournments thereof.

An ordinary resolution must be passed by not less than 50% of the votes cast by shareholders who vote in respect of the resolution.

Shareholders are invited to virtually attend the Meeting by following the advance registration instructions outlined below. Shareholders who are unable to attend the Meeting virtually are requested to complete, date, sign and return the enclosed form of proxy or voting instruction form (“**VIF**”) so that as large a representation as possible may be had at the Meeting. To be valid, proxies must be received by the Corporation's transfer agent, Marrelli Trust Company, 82 Richmond Street East, Toronto, Ontario M5C 1P1 not later than 48 hours (excluding Saturdays and holidays) before the time of holding the Meeting or adjournment thereof. Non-registered shareholders must deliver their completed proxy or VIF in accordance with the instructions given by their financial institution or other intermediary that forwarded it to them.

IMPORTANT

The Company will hold the Meeting via a virtual-only format by webcast.

Shareholders will not be able to attend the Meeting in person. The virtual Meeting will be accessible by internet using the facilities of Microsoft Teams. We recommend that shareholders call in fifteen minutes in advance of the Meeting start time of 9:00 am (Ottawa time) on December 5, 2025 to allow ample time to check into the Meeting electronically via the internet.

Subject to the following registration process, Shareholders as of the close of business on October 21, 2025 will have an equal opportunity to participate in the Meeting by webcast, regardless of geographic location.

Registered shareholders and proxyholders who have completed the Corporation's virtual Meeting advance registration process will be able to attend the Meeting via webcast. Non-registered shareholders who appoint themselves as proxyholder through their intermediary will be permitted to attend the Meeting via webcast. Non-registered shareholders who have not duly appointed themselves as proxyholder will not be permitted to attend the Meeting. This procedure is in place to ensure that the Corporation can verify the identity of any shareholder at the Meeting. The Corporation does not have a

record of the Corporation's non-registered shareholders and, as a result, will have no knowledge of their shareholdings or entitlement to vote unless they appoint themselves as proxyholder. Please see "Appointment and Completion of Proxies" and "Revocation of Proxies" in the related management information circular for the Meeting.

For shareholders wishing to attend the Meeting by webcast, advance registration is required using the following link <https://events.teams.microsoft.com/event/6fcadf69-d419-4ace-b046-7b3dd3d941d0@0637fa0f-4a27-49d0-a9c2-f6c5e141236a>. During the registration process shareholders will be required to provide: (a) the name of the registered shareholder in which common shares of the Corporation are held; (b) the proxy control number given in respect of such common shares of the Corporation (unless the person is registering as a proxyholder); and (c) an e-mail address and/or telephone number at which a Corporation representative may contact such shareholder in order to obtain additional information, if necessary.

REGISTERED SHAREHOLDERS ON THE RECORD DATE OR PROXYHOLDERS WISHING TO ATTEND THE MEETING ARE REQUIRED TO REGISTER WITH THE COMPANY BEFORE THE PROXY-CUT-OFF DEADLINE OF 9:00 A.M. (OTTAWA TIME) ON WEDNESDAY, DECEMBER 3, 2025. LATE REGISTRATIONS WILL NOT BE ADMITTED TO THE MEETING.

It is the shareholder's responsibility to ensure connectivity during the Meeting and the Corporation encourages its shareholders to allow sufficient time to join the Meeting before it begins.

DATED at Ottawa, Ontario this 20th day of October, 2025.

BY ORDER OF THE BOARD

(signed) "Dean Hanisch"

Dean Hanisch
Chief Executive Officer