



Suite 1507 - 1030 West Georgia Street
Vancouver, British Columbia V6E 2Y3
www.southstarbatterymetals.com

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

TAKE NOTICE that the annual general meeting (the “**Meeting**”) of the shareholders of South Star Battery Metals Corp. (the “**Company**”) will be held on **October 12, 2022** at 10:00 a.m. (PST) for the following purposes:

1. to receive the annual financial statements of the Company for its fiscal year ended December 31, 2021, together with the report of the auditor thereon;
2. to fix the number of directors of the Company at five (5);
3. to elect directors of the Company for the ensuing year;
4. to appoint Manning Elliott LLP as auditor of the Company for the ensuing year and to authorize the directors to fix the remuneration to be paid to the auditor;
5. to authorize and approve the Company’s stock option plan, as more particularly described in the accompanying information circular (the “**Information Circular**”);
6. to consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution, to approve the Company’s Restricted Share Unit plan, as more particularly described in the accompanying Information Circular; and
7. to transact any other business which may properly come before the Meeting, or any adjournment or postponement thereof.

This year, as part of our corporate social responsibility in response to COVID-19, and in order to mitigate potential risks to the health and safety of our shareholders, employees, communities and other stakeholders, the Company will not be permitting in person voting at the Meeting, and shareholders must vote by proxy in advance of the Meeting in order to have their votes counted. The Meeting will be deemed to be held at Suite 1507 - 1030 West Georgia Street, Vancouver, British Columbia, Canada; however, **the Meeting will be held by virtual format only. You will not be able to attend the Meeting in person.** Registered shareholders and validly appointed proxyholders may attend the Meeting by contacting Samantha Shorter, Corporate Secretary at s.shorter@southstarbatterymetals.com or 604-868-5394 to obtain a video conference invite.

The Board of Directors has fixed the close of business on September 2, 2022 as the record date for determining the shareholders who are entitled to receive notice of, and to vote at, the Meeting or any adjournment thereof.

Accompanying this notice of Meeting is the Information Circular, a form of proxy (“**Proxy**”) or voting instruction form (“**VIF**”), and a request card for use by shareholders who wish to receive the Company’s interim and/or annual financial statements. The Information Circular includes more detailed information relating to the matters to be considered at the Meeting and forms part of this Notice.

Registered shareholders who wish to have their vote counted at the Meeting must complete and deliver the accompanying form of proxy, or another suitable form of proxy in accordance with the instructions set out in the form of proxy and in the Information Circular.

Non-registered shareholders must follow the instructions set out in the form of Proxy or VIF 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.

Please submit the accompanying Proxy or VIF well in advance of the voting deadline of 10:00 a.m. (PST) on October 7, 2022 or no later than 48 hours (excluding Saturdays, Sundays and holidays) prior to the time to which the Meeting may be adjourned or postponed. In person voting will not be permitted at the Meeting due to the COVID-19 pandemic. The accompanying Information Circular provides further information respecting proxies and the matters to be considered at the Meeting and is deemed to form part of this notice of Meeting.

If you have any questions about the procedures required to qualify to vote at the Meeting or about obtaining and depositing the required form of Proxy, you should contact Computershare Investor Services Inc. by telephone at 1-800-564-6253 (toll free in North America), by fax at 1-866-249-7775 or by e-mail at service@computershare.com.

DATED at Vancouver, British Columbia, this 2nd day of September, 2022.

**ON BEHALF OF THE BOARD OF DIRECTORS OF
SOUTH STAR MINING CORP.**

By: “Richard Pearce Jr.”
Chief Executive Officer

These securityholder materials are being sent to both registered and non-registered owners of the securities. If you are a non-registered owner, and the Company or its agent has sent these materials directly to you, your name and address and information about your holdings of securities, have been obtained in accordance with applicable securities regulatory requirements from the intermediary holding on your behalf. By choosing to send these materials to you directly, the Company (and not the intermediary holding on your behalf) has assumed responsibility for (i) delivering these materials to you, and (ii) executing your proper voting instructions. Please return your voting instructions as specified in the request for voting instructions.