



**ORSU METALS CORPORATION**

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

**NOTICE IS HEREBY GIVEN** that an annual general and special meeting of shareholders (the “**Meeting**”) of Orsu Metals Corporation (the “**Corporation**” or “**Orsu Metals**”) will be held at the office of the Corporation, Unit 1 – 15782 Marine Drive, White Rock, B.C. on the 26<sup>th</sup> day of August 2022 at 9:00 a.m. (Pacific Time) for the following purposes:

1. **to receive** the audited consolidated financial statements of the Corporation for the financial year ended December 31, 2021 together with the report of the auditors thereon;
2. **to re-appoint** auditors for the Corporation for the ensuing year at a remuneration to be fixed by the directors of the Corporation;
3. **to elect** directors to the board of directors of the Corporation;
4. **to consider** and, if deemed advisable, ratify, confirm and approve, by ordinary resolution the Corporation’s 2022 Option Plan as set out in the attached Information Circular;
5. **to consider** and, if deemed advisable, ratify, confirm and approve, by ordinary resolution of disinterested Shareholders (the “**Disposition Resolution**”) providing for the disposition of the Corporation’s Russian Assets as set out in the attached Information Circular; and
6. **to transact** such further or other business as may properly come before the Meeting or any adjournment(s) or postponement(s) thereof.

Accompanying this notice is the Information Circular and a form of proxy. The Information Circular provides further information relating to the matter to be addressed at the Meeting and is incorporated into this notice.

Shareholders are entitled to vote at the Meeting either in person or by proxy. Those who are unable to attend the Meeting are requested to read, complete, sign and mail or deliver the enclosed form of proxy in accordance with the instructions set out in the Information Circular and in the proxy accompanying this notice.

Please advise the Corporation’s registrar and transfer agent, Computershare Investor Services Inc., 100 University Avenue, Toronto, Ontario, M5J 2Y1 Canada, of any change in your mailing address.

DATED as of the 22<sup>nd</sup> day of July 2022.

**BY ORDER OF THE BOARD**

*/s/ Sergey V. Kurzin*

Dr. Sergey V. Kurzin,  
**Executive Chairman**