



NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the **Annual General and Special Meeting** (the “**Meeting**”) of **NEW ENERGY METALS CORP.** (the “**Company**”) will be held at Suite 610 – 700 West Pender Street, Vancouver, British Columbia, on **Tuesday, May 23, 2023**, at **10.00 a.m.** (PST) for the following purposes:

1. To receive the audited financial statements of the Company for the financial year ended June 30, 2022, together with the auditor’s report thereon;
2. To set the number of directors at three;
3. To elect directors for the ensuing year;
4. To appoint Smythe LLP, Chartered Professional Accountants, as the Company’s auditor for the ensuing year, and to authorize the directors to fix their remuneration;
5. To consider and, if thought fit, to approve the adoption of the Company’s 2023 Omnibus Equity Incentive Plan; and
6. To transact such other business as may properly come before the Meeting or any adjournment thereof.

The accompanying management information circular (the “**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 accompanying this Notice are the (i) Form of Proxy or Voting Instruction Form, and (ii) Financial Statement Request Form. Any adjournment of the Meeting will be held at a time and place to be specified at the Meeting.

The Board has fixed April 6, 2023, as the record date for the determination of shareholders entitled to notice of and to vote at the Meeting and at any adjournment or postponement thereof. Each registered shareholder at the close of business on that date is entitled to such notice and to vote at the Meeting in the circumstances set out in the accompanying Information Circular.

If you are a registered shareholder of the Company and unable to attend the Meeting in person, please vote by proxy by following the instructions provided in the form of proxy at least 48 hours (excluding Saturdays, Sundays and holidays recognized in the Province of British Columbia) before the time and date of the Meeting or any adjournment or postponement thereof.

If you are a non-registered shareholder of the Company and have received this Notice and accompanying materials through a broker, a financial institution, a participant, a trustee or administrator of a retirement savings plan, retirement income fund, education savings plan or other similar savings or investment plan registered under the Income Tax Act (Canada), or a nominee of any of the foregoing that holds your securities on your behalf (each, an “Intermediary”), please complete and return the materials in accordance with the instructions provided to you by your Intermediary.

DATED at Vancouver, British Columbia, this 6th day of April, 2023.

BY ORDER OF THE BOARD OF DIRECTORS,

(signed) “Rishi Kwatra”

Rishi Kwatra
Chief Executive Officer