

GRID BATTERY METALS INC.

3028 Quadra Court
Coquitlam, BC, V3B 5X6
604- 428-5690

www.gridbatterymetals.com

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that an annual general and special meeting (the “**Meeting**”) of the shareholders (the “**Shareholders**”) of Grid Battery Metals Inc. (the “**Company**”) will be held at 3028 Quadra Court, Coquitlam, BC V3B 5X6 on April 9, 2024 at 10:00 a.m. (Vancouver time) for the following purposes:

1. to receive and consider the audited financial statements of the Company for the three months ended September 30, 2023 and the year ended June 30, 2023, together with the auditor’s reports thereon;
2. to fix the number of directors at four;
3. to elect directors for the ensuing year;
4. to appoint Dale Matheson Carr-Hilton Labonte LLP, Chartered Professional Accountants, as auditor of the Company for the ensuing year and to authorize the directors to determine and approve the remuneration to be paid to the auditor;
5. to approve as an ordinary resolution the amendment to the Company’s Stock Option Plan, as more particularly described in the accompanying Information Circular.
6. to consider and, if thought fit, pass, with or without variation, a special resolution to approve an arrangement under Division 5 of Part 9 of the *Business Corporations Act* (British Columbia), the full text of which is set forth in Schedule “B” to the accompanying management information circular (the “**Circular**”) of the Company dated March 7, 2024, which involves, among other things, the distribution of common shares of AC/DC Battery Metals Inc. to the Shareholders, all as more particularly described in the Circular;
7. subject to the approval of the special resolution approving the plan of arrangement, re-appoint Shim & Associates LLP, Chartered Professional Accountants, as auditor of AC/DC for the ensuing year and to authorize the directors to determine and approve the remuneration to be paid to the auditor;
8. subject to the approval of the special resolution approving the plan of arrangement, consider and if deemed appropriate, approve as an ordinary resolution adopting the AC/DC stock option plan as more specifically described in the accompanying Circular;
9. to consider and, if thought fit, pass, with or without variation, an ordinary resolution to approve the AC/DC Private Placement, as more particularly described in the Circular; and
10. to act upon such other matters as may properly come before the Meeting or any adjournment(s) or postponement(s) thereof.

The Circular provides additional information relating to the matters to be addressed at the Meeting and is deemed to form part of this Notice.

The board of directors of the Company (the “**Board**”) has set March 5, 2024 as the record date for determining the Shareholders entitled to receive notice of and vote at the Meeting or any adjournment(s) or postponement(s) thereof.

All Shareholders are entitled to attend and vote at the Meeting in person or by proxy. The Board requests that all Shareholders who will not be attending the Meeting in person read, date and sign the accompanying proxy and deliver it to Odyssey Trust Company (“**Odyssey**”). If a Shareholder does not deliver a proxy to Odyssey, Attention: Proxy Department, 323-409 Granville St., Vancouver, British Columbia, V6C 1T2, Canada, by 10:00 a.m. (Vancouver time)

on April 5, 2024 (or prior to 48 hours, excluding Saturdays, Sundays and holidays, before any adjournment of the meeting at which the proxy is to be used) then the Shareholder will not be entitled to vote at the Meeting by proxy. Only Shareholders of record at the close of business on March 5, 2024 will be entitled to vote at the Meeting.

DATED at Vancouver, British Columbia, the 7th day of March, 2024.

ON BEHALF OF THE BOARD

"Tim Fernback"

Tim Fernback
President and Chief Executive Officer

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- Schedule "C-1" – Amending Agreement to Arrangement Agreement
- Schedule “D” - Interim Order
- Schedule “E” - Notice of Hearing for Final Order
- Schedule “F” - Dissent Provisions of the *Business Corporations Act* (British Columbia)
- Schedule “G” - AC/DC Battery Metals Inc. following the Arrangement
- Schedule “H” - AC/DC Carve-out Financial Statements
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- Schedule “J” - Audit Committee Charter of AC/DC Battery Metals Inc.
- Schedule “K” - AC/DC Battery Metals Inc. Stock Option Plan
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