



GLOBAL BATTERY METALS

NOTICE OF MEETING

AND

MANAGEMENT INFORMATION CIRCULAR

FOR THE

**ANNUAL AND SPECIAL MEETING
OF SHAREHOLDERS**

OF

GLOBAL BATTERY METALS LTD.

TO BE HELD ON

JANUARY 31, 2025

DATED: DECEMBER 18, 2024



NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS
TO BE HELD ON JANUARY 31, 2025

NOTICE IS HEREBY GIVEN that the **Annual and Special Meeting** (the “**Meeting**”) of the holders of common shares (“**Shareholders**”) of **GLOBAL BATTERY METALS LTD.** (the “**Company**”) will be held at **Suite 1100, 1199 West Hastings Street, Vancouver, BC V6E 3T5** on **Friday, January 31, 2025**, at **10:00 a.m. (Pacific Time)** for the following purposes:

1. to receive and consider the audited financial statements of the Company, together with the notes thereto and the auditor’s reports thereon, for the financial year ended April 30, 2024;
2. to fix the number of directors to be elected at the Meeting at four (4);
3. to elect directors of the Company to hold office until the next annual meeting of Shareholders;
4. to re-appoint WDM Chartered Professional Accountants, as auditor of the Company for the ensuing year and to authorize the directors of the Company to fix the remuneration to be paid to the auditor;
5. to consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution approving the Company’s “10% rolling” stock option plan, dated for reference May 31, 2022, as more particularly described in the accompanying Management Information Circular dated December 18, 2024 (the “**Circular**”);
6. to consider and, if deemed advisable, appropriate by the Company’s Board of Directors, pass with or without amendment, a special resolution as more particularly set forth in the accompanying Management Information Circular, approving the consolidation of all of the issued and outstanding Common Shares of the Company, on a maximum basis of Ten (10) pre-consolidated Common Shares for One (1) post consolidated Common Share, or such lesser number of pre-consolidated Common Shares as may be approved by the Board of Directors;
7. to consider and, if deemed advisable, to pass, with or without variation, a special resolution to approve the sale of all or substantially all of the assets of the Company to LRH Resources Limited (the “**Sale Resolution**”). The full text of the Sale Resolution is set forth in the accompanying Circular; and
8. to consider other matters, including without limitation such amendments or variations to any of the foregoing resolutions, as may come before the Meeting or any adjournment thereof

The accompanying Circular provides additional information relating to the matters to be dealt with at the Meeting and is deemed to form part of this Notice. Shareholders are advised to review the Circular before voting.

Although no other matters are contemplated, the Meeting may also consider the transaction of such other business, and any permitted amendment to or variation of any matter identified in this Notice, as may properly come before the Meeting or any adjournment thereof. Accompanying this Notice and Circular is a (i) form of proxy or voting instruction form – please follow the voting instructions detailed therein - and (ii) financial statements request form.

The board of directors of the Company (the “**Board**”) has fixed the close of business on December 18, 2024, as the record date (the “**Record Date**”) for determining Shareholders who are entitled to receive notice and to vote at the Meeting. Only Shareholders of record at the close of business on the Record Date will be entitled to vote at the Meeting.

Registered Shareholders unable to attend the Meeting in person and who wish to ensure that their common shares (“**Shares**”) will be voted at the Meeting are requested to complete, date and sign the enclosed form of proxy, or another suitable form of proxy and deliver it in accordance with the instructions set out in the form of proxy and in the Circular.

Non-registered Shareholders who plan to attend the Meeting must follow the instructions set out in the voting instruction form to ensure that their Shares will be voted at the Meeting. If you hold your Shares in a brokerage account, you are a non-registered Shareholder.

Registered Shareholders have the right to dissent with respect to the Sale Resolution. If the Sale Resolution becomes effective, registered Shareholders who dissented have the right to be paid the fair value of their Common Shares in accordance with section 185 of *Business Corporations Act* (Ontario) (the “**OBCA**”). A registered Shareholder’s right to dissent is more particularly described in Schedule “B” attached to the Circular, which sets forth the complete text of section 185 of the OBCA. A dissenting Shareholder must deliver to the Company at the Company’s head office at Suite 1100, 1199 West Hastings Street, Vancouver, British Columbia, V6E 3T5, Attention: Michael Murphy, Chief Executive Officer, a written objection to the Sale Resolution at or prior to the Meeting or any adjournment thereof in order to be effective, in accordance with section 185 of the OBCA and all as more particularly described in the accompanying Circular.

In order to streamline the Meeting process, the Company encourages Shareholders to vote in advance of the Meeting using the form of proxy or voting instruction form provided with this Notice and the Circular and submit votes no later than Wednesday, January 29, 2025, at 10:00 a.m. (Pacific Time), the cut-off time for the deposit of proxies prior to the Meeting, or such earlier time as may be directed in the form.

DATED at Vancouver, British Columbia, this 18th day of December, 2024.

BY ORDER OF THE BOARD

/s/ Michael Murphy
Michael Murphy
President, Chief Executive Officer and Director