

**ZINC ONE RESOURCES INC.**

**NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING**

**TO THE SHAREHOLDERS:**

**NOTICE IS HEREBY GIVEN** that the Annual General and Special Meeting (the “Meeting”) of Zinc One Resources Inc. (the “Company”) will be held at Suite 704, 595 Howe Street, Vancouver, BC on April 20, 2021, at 10:00 am (Vancouver time) for the following purposes:

1. to set the number of directors of the Company for the ensuing year at three (3) persons;
2. to elect Gunther Roehlig, Barry Girling and James Liang as directors of the Company to hold office until the next annual general meeting of the Company, or until such time as their successors are duly elected or appointed in accordance with the Company’s constating documents;
3. to appoint Charlton & Company, LLP, Chartered Professional Accountants, as the auditors of the Company until the next annual general meeting of the Company and to authorize the directors of the Company to fix the remuneration to be paid to the auditors;
4. to consider, and if deemed advisable, to approve a resolution ratifying and approving the Company’s 10% “rolling” Stock Option Plan as described in the Information Circular; and
5. to approve a special resolution approving the consolidation of the issued and outstanding common shares of the Company on the basis of up to a maximum of one (1) post-consolidation share for every one-hundred (100) pre-consolidation shares, as more particularly described in the information circular accompanying this notice.

The accompanying Information Circular provides additional information relating to the matters to be dealt with at the Meeting and is supplemental to, and expressly made a part of, this Notice of Meeting.

The Company’s Board of Directors has fixed March 12, 2021 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 complete, date and sign the accompanying form of proxy and deposit it with the Company’s transfer agent, Computershare Investor Services Inc., Proxy Dept., 100 University Avenue, 9th Floor, Toronto, Ontario M4J 2Y1, in accordance with the instructions provided in the form of proxy, no later than no later than 10:00 a.m. (Vancouver time) on April 16, 2021

If you are a non-registered shareholder of the Company, please complete and return the materials in accordance with the instructions set forth in the accompanying Information Circular.

DATED this 17th day of March 2021.

**By Order of the Board of**

**ZINC ONE RESOURCES INC.**

*“Gunther Roehlig”*

**Gunther Roehlig  
Interim Chief Executive Officer**