

**BLACKWOLF COPPER AND GOLD LTD.**  
**3123 - 595 Burrard Street**  
**Vancouver, British Columbia, V7X 1J1**  
**Telephone No.: 604-343-2997 Fax No.: 604-609-6145**

**NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS**

The annual general meeting of Shareholders of **Blackwolf Copper and Gold Ltd** (the “**Company**”) will be held at Suite 3123, 595 Burrard Street, Vancouver, British Columbia, on June 28, 2022 at 10:00 a.m., local time, (the “**Meeting**”) for the following purposes:

The Meeting will be held for the following purposes:

1. To receive the audited financial statements of the Company for its fiscal year ended October 31, 2021 and the report of the auditor thereon;
2. To set the number of directors at five;
3. To elect directors of the Company for the ensuing year;
4. To appoint an auditor of the Company for the ensuing year; and
5. To consider and, if deemed advisable to pass, with or without variation, an ordinary resolution of shareholders of the Company confirming and approving the amended omnibus share incentive plan as described in the accompanying Information Circular.

An Information Circular accompanies this Notice. The Information Circular contains details of matters to be considered at the Meeting. No other matters are contemplated, however, any permitted amendment to or variation of any matter identified in this Notice may properly be considered at the Meeting.

**IMPORTANT**

**Shareholders who are unable to attend the Meeting in person and who wish to ensure that their shares will be voted at the Meeting are requested to complete, date and execute 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 Information Circular.**

**If you hold your shares in a brokerage account you are not a registered shareholder. Non-registered shareholders who plan to attend the Meeting must follow the instructions set out in the voting instruction form provided to them by their broker or other intermediary to ensure that their shares will be voted at the Meeting.**

**If any person wishes to attend the Meeting in person, please contact Susan Neale, CFO at 604-343-2997 or [sn@bwcg.ca](mailto:sn@bwcg.ca) in order for arrangements to be made that comply with all recommendations, regulations and orders, related to the COVID-19 pandemic. No shareholder or person who is experiencing any symptom of COVID-19, including fever, cough or difficulty breathing will be permitted to attend the Meeting in person.**

As always, the Company encourages shareholders to vote prior to the Meeting. Shareholders are encouraged to vote on the matters before the Meeting by proxy and to join the Meeting by teleconference.

**Telephone Conference Dial In Details:**

Dial toll free from Canada and the USA\*: **(800) 319-8560**  
Alternatively, dial this Canadian local number\*: **(604) 638-5353**  
Participation Code: **319928#.**

\*Additional toll free and local access numbers can be found online at:  
<http://services.choruscall.ca/links/ondemandpasscode.html>

**DATED** at Vancouver, British Columbia, May 26, 2022

**BY ORDER OF THE BOARD**

*Rob McLeod*

**Director, President and CEO**