



## NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

**NOTICE IS HEREBY GIVEN THAT** the annual general meeting (the "**Meeting**") of the shareholders of **ALASKA ENERGY METALS CORPORATION** (the "**Company**") will be held at 29<sup>th</sup> Floor, 733 Seymour Street, Vancouver, British Columbia, on the **29<sup>th</sup>** day of **September, 2023** at **10:00 a.m.** Pacific Time for the following purposes:

1. to receive the consolidated financial statements of the Company for the year ended December 31, 2022, together with the auditor's report thereon;
2. to set the number of directors at five;
3. to elect directors for the ensuing year;
4. to appoint the auditor for the Company and to authorize the directors to fix the auditor's remuneration;
5. to approve the Company's equity incentive plan (the "**Equity Incentive Plan**"), attached as Schedule C to the Company's management information circular dated August 16, 2023; and
6. to transact such other business as may be brought before the Meeting and any adjournments thereof.

The accompanying 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.

**Please read the notes to the accompanying instrument of proxy and then complete and return it within the time set out in the notes. The enclosed instrument of proxy is solicited by management but you may amend it, if you so desire, by striking out the names listed therein and inserting in the space provided the name of the person you wish to represent you at the Meeting (subject to the requirements set out in the preceding paragraph).**

**DATED** at Vancouver, British Columbia, the 16<sup>th</sup> day of August, 2023.

### **BY ORDER OF THE BOARD**

*"Greg Beischer"*

Gregory Beischer  
President & CEO



**CUSIP # 01169F101**

**NOTICE AND ACCESS NOTIFICATION**

**Important Notice Regarding the Availability of Proxy Materials for ALASKA ENERGY METALS CORPORATION, Annual General Meeting to be held at 29<sup>th</sup> Floor, 733 Seymour Street, Vancouver, British Columbia on September 29, 2023 at 10:00 a.m. Pacific Time**

This notification is being provided to the shareholders of **ALASKA ENERGY METALS CORPORATION** (the “**Company**”) under the notice-and-access provisions for the delivery of meeting materials in respect of its annual general meeting of shareholders to be held on September 29, 2023 (the “**Meeting**”). Under notice-and-access, instead of receiving printed copies of the Company’s information circular (the “**Circular**”) and, if requested, the consolidated financial statements for the year ended December 31, 2022, the Company is providing shareholders this notice with information on how they may access the Meeting materials electronically. However, together with this notification, shareholders continue to receive a proxy or voting instruction form, as applicable, enabling them to vote at the Meeting. The use of this alternative means of delivery will help reduce paper use, printing and mailing costs.

**DATE, TIME AND LOCATION OF MEETING**

Date: September 29, 2023

Time: 10:00 a.m. (Pacific Time)

Location: Owen Bird Law Corporation, 29<sup>th</sup> Floor, 733 Seymour Street, Vancouver, BC V6B 0S6

**WEBSITES WHERE MEETING MATERIALS ARE POSTED**

Meeting materials can be viewed online under the Company’s profile on SEDAR+ at [www.sedarplus.ca](http://www.sedarplus.ca) and also at <http://www.alaskaenergymetals.com/corporate/2023-agm-materials>

**MATTERS TO BE CONSIDERED AND/OR VOTED AT THE MEETING**

1. To receive the consolidated financial statements of the Company for the financial year ended December 31, 2022, together with the auditor's report thereon. **\*For further details see the section of the Circular entitled “Particulars of Matters to be Acted Upon – Presentation of the Financial Statements”.**
2. To appoint the auditor for the Company and to authorize the directors to fix the auditor’s remuneration. **\*For further details see the section of the Circular entitled “Particulars of Matters to be Acted Upon – Appointment of Auditor”.**
3. To set the number of directors at five. **\*For further details see the section of the Circular entitled “Particulars of Matters to be Acted Upon – Election of Directors”.**
4. To elect directors for the ensuing year. **\*For further details see the section of the Circular entitled “Particulars of Matters to be Acted Upon – Election of Directors”.**

5. To approve the Company's 10% rolling equity incentive plan (the "**Plan**"), attached as Schedule C to the Company's management information circular dated August 16, 2023. **\*For further details see the section of the Circular entitled "*Particulars of Matters to be Acted Upon – Approval of Equity Incentive Plan*".**
6. To transact such other business as may be brought before the Meeting and any adjournments thereof. **\*For further details see the section of the Circular entitled "*Other Matters*".**

**Shareholders are reminded to review the Circular prior to voting.**

### **Obtaining a Copy of the Proxy Materials**

If you would like to receive a paper copy of the current meeting materials by mail, you must request one. There is no charge to you for requesting a copy.

Call us at 1-877-217-8978 to request a paper copy of the materials for the current meeting.

To ensure you receive the material in advance of the voting deadline and meeting date, all requests must be received by us no later than 4:00 p.m. (Pacific Time) September 14, 2023 to ensure timely receipt. If you do request the current materials, please note that another voting instruction form/proxy will not be sent; please retain your current one for voting purposes.

To obtain paper copies of the materials after the meeting date, contact us at 1-877-217-8978.

### **Voting**

**PLEASE NOTE – YOU CANNOT VOTE BY RETURNING THIS NOTICE.** To vote your securities you must vote online, by telephone or by mailing the enclosed voting instruction form/proxy for receipt before September 27, 2023 at 10:00 a.m. (Pacific Time).

Registered Holders are asked to return proxies using the following methods by the proxy deposit date noted on your proxy, which is 10:00 a.m. (Pacific Time) on September 27, 2023:

**INTERNET:** Go to [www.investorvote.com](http://www.investorvote.com) and follow the instructions. You will need the 15-digit control number located on the bottom of the proxy/voting instruction form.

**TELEPHONE:** Call the telephone number indicated on the proxy/voting instruction form from a touch tone phone. You will need the 15-digit control number located on the bottom of the proxy/voting instruction form.

**MAIL:** Computershare Investor Services Inc.  
100 University Avenue, 8<sup>th</sup> Floor  
Toronto, Ontario M5J 2Y1

Beneficial Holders are asked to return voting instructions by 10:00 a.m. (Pacific Time) on September 27, 2023 using the following methods:

**INTERNET:** Go to [www.proxyvote.com](http://www.proxyvote.com) and follow the instructions.

**TELEPHONE:** You may enter your voting instructions by touch tone telephone at: 1-866-734-8683. You will need the control number located on the bottom of the voting instruction form.

**MAIL:** Complete the voting instruction form, sign it and mail it in the envelope provided.