



Suite 1, PERRIERI OFFICE SUITES, C2-302, Level 3, Office Block C, La Croisette, Grand Baie,  
30517, Mauritius  
[www.alphaminresources.com](http://www.alphaminresources.com)

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### NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING

Notice is hereby given that the Annual General and Special Meeting of the shareholders (the "**Meeting**") of Alphamin Resources Corp. (the "**Company**") will be held on Friday, 8 July, 2022 in the Grandidieri Room, Perrieri Office Suites, C2-302, Level 3, Office Block C, La Croisette, Grand Baie 30517, Mauritius at the hour of 5:00 p.m. (Mauritius time) for the following purposes:

1. to receive the financial statements of the Company for its fiscal year ended 31 December 2021 and the report of the Auditors thereon;
2. to appoint Auditors for the ensuing year and to authorize the Directors to fix their remuneration;
3. to elect Directors;
4. to consider, and if thought fit, pass a special resolution of shareholders authorizing an amendment to the Constitution of the Company to create a new class of shares designated as "SAR Equivalent Shares" (the "**Constitution Amendment Resolution**"), as more fully described in the management information circular ("**Circular**") for the Meeting;
5. to consider, and if thought fit, pass an ordinary resolution of shareholders approving the adoption of a new omnibus incentive plan for the Company, as more fully described in the Circular for the Meeting;
6. subject to approval of the Constitution Amendment Resolution, to consider, and if thought fit, pass an ordinary resolution of disinterested shareholders approving the exchange of outstanding stock options for SAR Equivalent Shares by those optionholders eligible and electing to do so, as more fully described in the Circular for the Meeting; and
7. to transact such other business as may properly come before the Meeting and any adjournments thereof.

Shareholders are referred to the Circular for the Meeting for more detailed information with respect to the matters to be considered at the Meeting and for the full text of the resolutions. An ordinary resolution must be passed by not less than 50% of the votes cast by shareholders who vote in respect of the resolution. A special resolution must be passed by not less than 75% of the votes cast by shareholders who vote in respect of the resolution.

#### COVID-19 GUIDANCE

**Due to the COVID-19 outbreak and in light of health risks associated with and governmental limits on gatherings, the Company is also permitting shareholders to listen to the Meeting via live telephone conference call, the details of which are provided below:**

**Date and Time: Friday, 8 July, 2022 at 5:00 p.m. (Mauritius time) (9:00 a.m. EST)**

**Dial-in Numbers: (+1) 647-374-4685 (Canada)  
(+1) 646-558-8656 (United States)**

(+27) 87 551 7702 (South Africa)

(for other international dial-in numbers  
<https://adansoniamanagement.zoom.us/j/kcUThgfk2>)

**Meeting ID: 896 1524 4414**  
**Access Code: 600356**

**\*Participants should dial in approximately 5 to 10 minutes prior to the scheduled start time.**

**Shareholders are strongly encouraged to participate in the Meeting in this manner and NOT attend the Meeting in person. So that the Company can mitigate potential risks to the health and safety of shareholders, employees, and the community, there will be strict limitations on the number of persons permitted entry to the Meeting and anyone who is not a registered shareholder or proxyholder will not be permitted entry. Shareholders or proxyholders wishing to attend the Meeting in person are requested to contact the Secretary at [zain.madarun@adansoniamanagement.com](mailto:zain.madarun@adansoniamanagement.com) at least 48 hours in advance of the Meeting or any adjournment thereof to determine if this request can be accommodated. Shareholders who dial into the Meeting through the call-in details above will not be permitted to vote at the Meeting and therefore are encouraged to vote their common shares via the enclosed proxy prior to the applicable proxy cut-off times. Any shareholder wishing to submit a question to management of the Corporation for response at the Meeting should submit the question in writing at least 24 hours in advance of the Meeting via e-mail to [zain.madarun@adansoniamanagement.com](mailto:zain.madarun@adansoniamanagement.com).**

**Due to the uncertainty presented by COVID-19 and the possibility of further governmental restrictions on gatherings, it is possible that the Meeting may have to be postponed or further adjourned. If events arise that require the Company to make changes to the date, time and/or location of the Meeting it will promptly notify shareholders and communicate any changes through a press release.**

A shareholder entitled to attend and vote at the Meeting is entitled to appoint a proxy holder to attend and vote in their place. If you are unable to attend the Meeting, or any adjournment thereof in person, please read the instructions for the completion of the proxy or voting instruction form ("VIF") on the back of the Form of Proxy or VIF enclosed herewith and then complete and return the Proxy or VIF. The Form of Proxy, and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy thereof, must be deposited at the office of the Registrar and Transfer Agent of the Company, Computershare Investor Services Inc., Attention: Proxy Department, 8th Floor, 100 University Avenue, Toronto, Ontario, M5J 2Y1, not less than 48 hours, Saturdays and holidays excepted, prior to the time of the holding of the Meeting or any adjournment thereof. The Form 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. Non-registered shareholders must deliver their completed Form of Proxy or VIF in accordance with the instructions given by their financial institution or other intermediary that forwarded it to them.

Dated at Grand Baie, Mauritius, this 27<sup>th</sup> day of May, 2022

BY ORDER OF THE BOARD OF DIRECTORS

*(signed) "Zain Madarun"*

Zain Madarun  
Secretary