



## NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING

**NOTICE IS HEREBY GIVEN** that the Annual General and Special Meeting of the shareholders of **QMC Quantum Minerals Corp.** (the “**Company**”) will be held at Suite 440, 755 Burrard Street, Vancouver, British Columbia, on **Wednesday, December 30, 2020**, at 10:00 a.m. (Vancouver time) (the “**Meeting**”), for the following purposes:

1. To receive the audited annual financial statements of the Company for the years ended August 31, 2019 and August 31, 2018, together with the auditor’s report thereon.
2. To elect directors of the Company for the ensuing year.
3. To appoint Sam Mah, Chartered Professional Accountant, as the Auditor of the Company for the ensuing year and authorize the directors to fix their remuneration.
4. To ratify, confirm and approve the Company’s stock option plan.
5. To consider, and if deemed advisable, pass, with or without variation, an ordinary resolution to approve the voluntary delisting of the Company’s Common Shares from the TSX Venture Exchange.
6. To consider, and if deemed advisable, pass, with or without variation, an ordinary resolution to authorize the Company to apply to the Canadian Securities Exchange to list the Company’s Common Shares for trading.
7. To transact such other business as may properly come before the Meeting or any adjournment thereof.

The Board of Directors has set November 25, 2020 as the record date for determining the shareholders entitled to receive notice of and vote at the Meeting.

A list of persons proposed to be nominated for election as Directors and the name of the auditors proposed to be appointed are set out in the management information circular. If you are a registered shareholder and are unable to be present at the Meeting in person, in order for your proxy to be valid and your votes to be counted, you must date, execute and return the accompanying form of proxy to the Company, c/o Computershare Investor Services Inc., 100 University Avenue, 8<sup>th</sup> Floor, Toronto, Ontario, M5J 2Y1 (Attn: Proxy Department) by not later than 10:00 a.m. (Vancouver time) on December 24, 2020 or, if the Meeting is adjourned, not later than 48 hours (excluding Saturdays and holidays) before the time for holding the adjourned meeting.



If you are a non-registered shareholder and receive these materials through your broker or another intermediary, please complete and return the materials in accordance with the instructions provided to you by your broker or other intermediary. If you are a non-registered shareholder and do not complete and return the materials in accordance with such instructions, you may lose the right to vote at the Meeting.

**In light of the ongoing public health concerns related to the COVID-19 pandemic and for the health and safety of our shareholders, employees, advisors and other stakeholders, we strongly encourage Shareholders to vote in advance of the Meeting by proxy instead of attending the Meeting in person.**

**Only registered shareholders, non-registered shareholders who have followed the procedures described in the Information Circular and their respective proxyholders will be entitled to attend the Meeting in person.**

**You should not attend the Meeting if you or someone with whom you have been in close contact with are experiencing any cold or flu-like symptoms, or if you or someone with whom you have been in close contact has travelled to/from outside of Canada within the 14 days prior to the Meeting.**

**DATED** at Vancouver, British Columbia this 25<sup>th</sup> day of November, 2020.

**ON BEHALF OF THE BOARD OF DIRECTORS**

**Balraj Mann**  
**Chief Executive Officer and President**