

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

You are invited to our 2022 annual and special meeting (the “**Meeting**”) of holders (“**Shareholders**”) of common shares (“**Common Shares**”) of Athabasca Minerals Inc. (“**Athabasca**”, “**Corporation**”, “**we**” or “**our**”) which will be held:

When: Tuesday, June 21, 2022
9:30 a.m. (Mountain Time)

Where: Four Points by Sheraton – Windermere
Room
10010 12 Avenue SW
Edmonton, Alberta

Webcast: Registration is required, please register at https://us02web.zoom.us/webinar/register/WN_99QupZjsQ3KUBANSKVCuiA

Phone: 1 587 328 1099 Canada

Webcast and Phone Information:

Meeting ID: 825 3828 8761

Passcode: 705085

We will cover the following items of business, see *Particulars of Matters to be Acted Upon*, on page 6 in our 2022 management information circular (“Circular**”):**

- a) receive the audited consolidated financial statements of the Corporation and the independent auditor’s report for the year ended December 31, 2021;
- b) vote on fixing the number of directors of the Corporation to be elected at five;
- c) vote on electing the board of directors of the Corporation (the “**Board**”) for the ensuing year;
- d) vote on appointing the auditor of the Corporation (the “**Auditor**”) for the ensuing year and to authorize the Board to set the Auditor’s remuneration;
- e) to consider and, if thought advisable, to pass, with or without variation, an ordinary resolution relating to the re-approval of the stock option plan (the

“**Stock Option Plan**”) of the Corporation;

- f) to consider and, if thought advisable, to pass, with or without variation, an ordinary resolution relating to the approval of deferred share unit plan (the “**DSU Plan**”) of the Corporation;
- g) to consider and, if thought advisable, to pass, with or without variation, an ordinary resolution relating to the approval of the restricted share unit plan (the “**RSU Plan**”) of the Corporation;
- h) to pass, with or without variation, an ordinary resolution of disinterested Shareholders, as more particularly set forth in the Circular, relating to the approval of the Corporation’s employee share purchase plan (the “**ESP Plan**”); and
- i) vote on any other business that properly comes before the Meeting or any adjournment thereof.

Notice and Access

We use the notice and access procedures to deliver our Meeting notice to registered Shareholders and beneficial holders of our Common Shares. Accordingly, this notice of meeting and the Circular, and our audited consolidated financial statements for the financial year ended December 31, 2021, along with the related management discussion and analysis, have been posted on our website at www.athabascaminerals.com/investor-relations and under our profile on SEDAR at www.sedar.com.

How to vote

If you are a registered Shareholder, complete and return your voting instruction form at least one business day before the proxy deposit deadline of June 17, 2022 at 9:30 a.m. (Mountain Time), or as listed on the attached voting instruction form. You cannot vote by returning this notice.