

VISIONARY METALS CORP.

**NOTICE OF
ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS**

TO BE HELD DECEMBER 15, 2023

NOTICE IS HEREBY GIVEN that the Annual General and Special Meeting of shareholders (the "**Shareholders**") of Visionary Metals Corp. (formerly Visionary Gold Corp.) (the "**Company**") will be held online at https://us02web.zoom.us/webinar/register/WN_0BOYNU9jSkqzS9InasoWA, on Friday, December 15, 2023 at 10:00 a.m. (Pacific Standard Time) (the "**Meeting**") for the following purposes:

1. to receive the audited financial statements of the Company for the years ended June 30, 2023 and June 30, 2022 and the auditor's reports thereon;
2. to fix the number of directors at five and to elect five directors for the ensuing year;
3. to appoint the auditor for the ensuing year and to authorize the directors to fix the auditor's remuneration;
4. to provide the required annual approval and confirm the amendments to the rolling 10% stock option plan of the Company (the "**Option Plan**");
5. to approve the creation of a new control person in Wesley J. Adams, the Chief Executive Officer and a Director of the Company; and
6. to transact such other business as may properly come before the Meeting or any adjournment thereof.

An Information Circular, Proxy Form and Return Card also accompany this Notice of Meeting.

Only Shareholders of record at the close of business on November 10, 2023 will be entitled to receive notice of, and to vote at, the Meeting or any adjournment thereof. Registered Shareholders who are unable to or who do not wish to attend the Meeting in person are requested to date and sign the enclosed Proxy form promptly and return it in the self-addressed envelope enclosed for that purpose or by any of the other methods indicated on the Proxy form.

To be used at the Meeting, proxies must be received by Computershare Trust Company of Canada, Proxy Department, 100 University Avenue, 8th Floor, Toronto, Ontario M5J 2Y1 no later than 48 hours (excluding Saturdays, Sundays and holidays) before the time of the Meeting, or any adjournment thereof, or received by the chair of the Meeting before the commencement of the Meeting, or any adjournment thereof. Alternatively, you are able to vote by telephone (1-866-732-8683 (Toll-free); 312-588-4290 (International)) or the internet (www.investorvote.com). To do so you will need to provide your control number, holder account number and access number, which are provided on the form of Proxy accompanying the Information Circular.

If a registered Shareholder receives more than one Proxy form because such Shareholder owns shares registered in different names or addresses, each Proxy form should be completed and returned.

If you are a non-registered Shareholder of the Company and receive these materials through your broker or through another intermediary, you must complete and return your voting instructions in accordance with the procedures provided by your broker or such other intermediary.

A virtual-only meeting is being adopted to give all Shareholders an equal opportunity to participate at the Meeting regardless of their geographic constraints or circumstances. You will not be able to attend the Meeting in person. Important details about the Meeting and how Shareholders can participate are set out in this Management Information Circular and the accompanying proxy materials.

Dated as of the 16 day of November, 2023.

BY ORDER OF THE BOARD

"John Kanderka"

JOHN KANDERKA

Chairman