



**NOTICE OF ANNUAL GENERAL MEETING OF
SHAREHOLDERS to be held on May 28, 2026 at 10:00 a.m. (Vancouver time)
at Suite 1710 - 1050 West Pender Street, Vancouver, BC V6E 3S7**

NOTICE IS HEREBY GIVEN that the Annual General Meeting (the “**Meeting**”) of the shareholders (each, a “**Shareholder**”, and collectively the “**Shareholders**”) of Nexcel Metals Corp. (the “**Company**”) will be held at Suite 1710 - 1050 West Pender Street, Vancouver, BC V6E 3S7 on Thursday, May 28, 2026 at 10:00 a.m. (Vancouver time) to consider resolutions for the following purposes:

1. To receive and consider the financial statements of the Company (a) for the period from April 30, 2024 (date of incorporation) to February 28, 2025, and the auditor’s report thereon, and (b) for the fiscal year ended February 28, 2026 and the auditor’s report thereon;
2. To set the number of directors at four (4);
3. To elect directors for the ensuing year;
4. To appoint Davidson & Company LLP as auditor of the Company for the ensuing year and to authorize the directors to determine the remuneration to be paid to the auditor;
5. To consider and, if thought fit, to pass an ordinary resolution to ratify, confirm and approve the Company’s stock option plan as summarized in and appended to the attached Information Circular (the “**Information Circular**”);
6. To consider and, if thought fit, to pass an ordinary resolution to ratify, confirm and approve the Company’s restricted share unit plan as summarized in and appended to the attached Information Circular; and
7. To transact such other business as may properly be put before the Meeting.

The 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 of Annual General Meeting (this “**Notice**”).

The board of directors of the Company has fixed April 23, 2026, as the record date for the determination of Shareholders entitled to Notice of and to vote at the Meeting and at any adjournment or postponement thereof. Each registered Shareholder at the close of business on that date is entitled to such Notice and to vote at the Meeting in the circumstances set out in the Information Circular.

Your vote is very important to us. Registered Shareholders are entitled to vote at the Meeting or in advance of the Meeting by dating, signing and returning the enclosed form of proxy for use at the Meeting or any adjournments or postponements thereof. To be effective, the form of proxy must be deposited with the Company’s registrar and transfer agent, Odyssey Trust Company: (i) by mail, using the enclosed return envelope or one addressed to Odyssey Trust Company, 1100, 67 Yonge Street, Toronto ON M5E 1J8, Attention: Proxy Department; (ii) by hand delivery to Odyssey Trust Company, 1140 West Pender Street, Suite 1310, Vancouver, BC V6E 4G1, Attention: Proxy Department; or (iii) through the internet by using the control number located at the bottom of your form of proxy at <https://login.odysseytrust.com/pxlogin>, on or before 10:00 a.m. (Vancouver time) on May 26, 2026 or not later than forty-eight (48) hours (excluding Saturdays, Sundays and statutory holidays in the Province of British Columbia) prior to the time set for the Meeting or any adjournments or postponements thereof.

If you are a non-registered Shareholder of the Company and received this Notice and accompanying materials through a broker, a financial institution, a participant, or a trustee or administrator of a retirement savings plan, retirement income fund, education savings plan or other similar savings or investment plan registered under the Income Tax Act (Canada), or a nominee of any of the foregoing that holds your securities on your behalf (each, an “**Intermediary**”), please complete and return the materials in accordance with the instructions provided to you by your Intermediary.

DATED at Vancouver, British Columbia this 23rd day of April, 2026

BY ORDER OF THE BOARD OF DIRECTORS OF
NEXCEL METALS CORP.

/s/ “Hugh Rogers”
HUGH ROGERS, CEO & Director