

## CANTERRA MINERALS CORPORATION

Suite 1050 – 400 Burrard Street, Vancouver, British Columbia V6C 3A6  
(604) 687-6644

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

NOTICE IS HEREBY GIVEN that the Annual and Special Meeting of the shareholders (the “**Meeting**”) of Canterra Minerals Corporation (hereinafter called the “**Company**”) will be held at Suite 1050 – 400 Burrard Street, Vancouver British Columbia, on Wednesday, the 25<sup>th</sup> day of June 2025 at the hour of 10:00 a.m. (local time), for the following purposes:

1. to receive the audited consolidated financial statements of the Company for the fiscal year ended December 31, 2024 (with comparative statements relating to the preceding fiscal period) together with the report of the auditors therein;
2. to fix the number of directors at six (6);
3. to elect directors;
4. to appoint the auditors and to authorize the directors to fix their remuneration; and
5. to approve an ordinary resolution providing the required approval of the Company’s Omnibus Incentive Plan as more particularly described in the accompanying Information Circular.

Accompanying this Notice is the Company’s Information Circular, a form of Proxy or Voting Instruction Form and a Financial Statement Request Form. The accompanying Information Circular provides information relating to the matters to be addressed at the Meeting and is incorporated into this Notice.

#### ***Registered Shareholders***

Every registered holder of common shares (the “**Common Shares**”) at the close of business on May 9<sup>th</sup>, 2025, is entitled to receive notice of, and to vote such Common Shares at the Meeting. Registered Shareholders who are unable to attend the Meeting in person and who wish to ensure that their Common Shares will be voted at the Meeting are requested to complete, sign and deliver the enclosed form of proxy c/o Computershare Investor Services Inc. (the “**Transfer Agent**”), of 100 University Avenue, 9<sup>th</sup> Floor, Toronto, Ontario M5J 2Y1. In order to be valid and acted upon at the Meeting, forms of proxy must be returned to the aforesaid address not less than 48 hours (excluding Saturdays, Sundays and holidays) before the time set for the holding of the Meeting or any adjournment(s) thereof. Further instructions with respect to the voting by proxy are provided in the form of proxy and in the Information Circular accompanying this Notice.

#### ***Non-Registered Shareholders***

Shareholders may beneficially own Common Shares that are registered in the name of a broker, another intermediary or an agent of that broker or intermediary (“**Non-Registered Shareholders**”). Without specific instructions, intermediaries are prohibited from voting shares for their clients. **If you are a Non-Registered Shareholder, it is vital that the voting instruction form provided to you by the Transfer Agent, your broker, intermediary or its agent is returned according to the instructions provided in or with such form, sufficiently in advance of the deadline specified, to ensure that they are able to provide voting instructions on your behalf.**

DATED at Vancouver, British Columbia, this 14<sup>th</sup> day of May 2025.

#### **BY ORDER OF THE BOARD**

*“Chris Pennimpede”*

President, CEO and Director