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## **NOTICE AND ACCESS NOTIFICATION TO SHAREHOLDERS**

You are receiving this notification because American CuMo Mining Corporation (the “Company”) has opted to use the “notice and access” model for the delivery of its Information Circular (the “Information Circular”) to its shareholders in respect of its Annual Meeting of Shareholders to be held on April 21 2022(the “Meeting”).

Under “notice and access”, instead of receiving paper copies of the Information Circular, shareholders are receiving this notice with information on how to access the Information Circular electronically. Shareholders will also be receiving a proxy or voting instruction form, as applicable, together with this notification to use to vote at the Meeting.

The use of this alternative means of delivery is more environmentally friendly and more economical. It reduces the Company’s paper and printing use, and it also reduces the Company’s printing and mailing costs.

### **MEETING DATE AND LOCATION**

<b>WHEN:</b> April 21, 2022 10:00 a.m. (Vancouver Time)	<b>WHERE:</b> Virtual Audio Call with dial in numbers Vancouver, British Columbia
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Registered Shareholders and/or Proxyholders who wish to vote or ask questions during the call should pre-register through the following link to obtain their unique PIN and dial in numbers for the meeting:

<https://services.choruscall.ca/DiamondPassRegistration/register?confirmationNumber=10018205&linkSecurityString=159bd3a170>

After such registration has been completed, such registered Shareholders and/or duly appointed proxy holders will see on screen a unique PIN they have been assigned and dial-in phone numbers they will use to join the conference call. These details will also be sent to such registered Shareholders and/or duly appointed proxy holders by email in the form of a calendar booking. It is recommended that you attempt to connect at least ten minutes prior to the scheduled start time of the Meeting.

For all other Shareholders and stakeholders wishing to attend the Meeting by teleconference, but not ask questions, please dial the following toll free, or international toll number approximately five minutes prior to the commencement of the Meeting and ask the operator to join the Annual General Meeting of American CuMo Mining Corporation:

Toll-free (Canada/U.S.): 1-800-319-4610, or

Toll (international): +1-604-638-5340.

In order to be permitted to ask questions at the Meeting, registered Shareholders and/or duly appointed proxy holders must register via the link provided above prior to 9:00 a.m. (Vancouver Time) April 21, 2022.

**SHAREHOLDERS WILL BE ASKED TO CONSIDER AND VOTE ON THE FOLLOWING MATTERS AT THE MEETING:**

**ELECTION OF DIRECTORS:** To elect directors of the Company for the ensuing year. See the section entitled “Election of Directors” in the Information Circular.

**APPOINTMENT OF AUDITORS:** To reappoint DeVisser Gray LLP, Chartered Accountants as auditors of the Company for the ensuing year and to authorize the directors to fix their remuneration. See the section entitled “Appointment of Auditors” in the Information Circular.

**APPROVAL AND MODIFICATIONS OF 10% ROLLING STOCK OPTION PLAN:** To consider, and if thought fit, to pass an ordinary resolution approving the Company’s rolling 10% incentive stock option plan, as more particularly described in the accompanying information circular. See the section entitled “Approval of Stock Option Plan” in the Information Circular.

**APPROVAL OF Changing Name of the Company to Multi-Metal Development Limited**

To consider and, if deemed advisable, approve with or without variation, a special resolution to amend the Articles of Incorporation to change the name of the Company to “**Multi-Metal Development Ltd**” or such name as the directors of the Company may determine and may be acceptable to applicable regulatory authorities.

**APPROVAL of the Private Placement of 31,000,000 units at a price of US\$0.10 in International CuMo Mining Corporation.** To consider, and if thought fit, to pass an ordinary resolution to approve the issuance of shares and warrants pursuant to the private placement (announced February 7, 2022) conducted by International CuMo Mining Corporation, a subsidiary of the Company, excluding the votes attached to Shares owned or controlled by such related parties and their joint actors participating in the financing, pursuant to the requirements of the TSX Venture Exchange and applicable securities laws. as more particularly described in the accompanying information circular. See the section entitled “Subsidiary Private Placement” in the Information Circular.

**OTHER BUSINESS:** To transact such other business as may properly come before the Meeting or any adjournment or adjournments thereof.

**SHAREHOLDERS ARE REMINDED TO REVIEW THE INFORMATION CIRCULAR PRIOR TO VOTING.**

**WEBSITES WHERE THE INFORMATION CIRCULAR IS POSTED**

The Information Circular can be viewed online under the Company’s profile at [www.sedar.com](http://www.sedar.com) or on the Company’s website at <https://cumoco.com/investors/annual-special-general-meeting/>

The Interim Request Card is included with the proxy and voting instruction form.

**HOW TO OBTAIN PAPER COPIES OF THE INFORMATION CIRCULAR**

Shareholders may request paper copies of the meeting materials, including the audited consolidated financial statements of the Company for the year ended June 30, 2021 and the report of the auditors thereon and related Management’s Discussion and Analysis by first class mail, courier or the equivalent at no cost to the shareholder. Requests may be made up to one year from the date the Information Circular was filed on SEDAR by email to [info@cumoco.com](mailto:info@cumoco.com) or by calling toll-free at 1-800-667-087.

For shareholders who wish to receive paper copies of the Information Circular in advance of the voting deadline, requests must be received no later than April 5, 2022. The Information Circular will be sent to such shareholders within three business days of their request if such requests are made before the Meeting. Following the Meeting, the Information Circular will be sent to such shareholders within ten days of their request. Requests must be made by email to [info@cumoco.com](mailto:info@cumoco.com) or by calling toll-free at 1-800-667-087.

Those shareholders with existing instructions on their account to receive a paper copy of meeting materials will receive a paper copy of the Information Circular with this notification.

## **VOTING**

**YOU CANNOT VOTE BY RETURNING THIS NOTICE.** To vote your securities, you must vote using the method set out in the enclosed voting instruction form or proxy.

Registered Holders are asked to return their proxies using the following methods by the proxy deposit date noted on your proxy, which is by 10:00 a.m. (Vancouver Time) on April 19, 2022:

**FACSIMILE:** Fax to Computershare at 1-866-249-7775 or 416-263-9524.

**MAIL:** Complete the form of proxy or any other proper form of proxy, sign it and mail it to

Computershare at: Computershare Investor Services Inc.  
Toronto Office, Proxy Department  
100 University Avenue, 8th Floor  
Toronto, Ontario, Canada M5J 2Y1

Beneficial Holders are asked to return their voting instructions using the following methods at least one business day in advance of the proxy deposit date noted on your voting instruction form:

**INTERNET:** Go to [www.proxyvote.com](http://www.proxyvote.com) and follow the instructions.

**TELEPHONE:** You may enter your voting instructions by telephone at: 1-800-474-7493 (English) or 1-800-474-7501 (French).

**MAIL:** Complete the voting instruction form, sign it and mail it in the envelope provided.

Shareholders with questions about notice and access can call toll free at 1-888-689-7842.