GENERATION MINING LIMITED
100 King Street West, Suite 7010
Toronto, Ontario M5X 1B1

NOTICE OF SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that a special meeting (the "**Meeting**") of the shareholders (the "**Shareholders**") of **Generation Mining Limited** (the "**Company**") will be held on **Thursday, November 26, 2026**, at the hour of 10:00 a.m. (Eastern time), at the offices of Cassels Brock & Blackwell LLP, Suite 3200, Bay Adelaide Centre – North Tower 40 Temperance St., Toronto, Ontario M5H 0B4.

The Meeting will be held for the following purposes:

1. to consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution of disinterested Shareholders, the full text of which is set out in the accompanying management information circular of the Company dated October 19, 2026 (the "**Circular**"), to authorize and approve the issuance of unsecured, convertible notes of the Company (the "**Notes**") in the aggregate principal amount of $100 million, convertible into an aggregate of up to a maximum of 292,913,548 common shares of the Company ("**Common Shares**") (comprised of up to 111,111,111 Common Shares issuable upon conversion of the principal amount of the convertible notes and up to a maximum of 181,802,437 Common Shares in the event that all payment-in-kind interest is settled in Common Shares in lieu of cash, and assuming the issuances of all such Common Shares occurs on maturity of the Notes on or about December 1, 2037), all as more particularly described in the accompanying Circular; and

2. to transact such other business as may properly come before the Meeting or any adjournments or postponements thereof.

Shareholders are also invited to watch or listen to the Meeting online by registering in advance of the Meeting at https://6ix.com/event/special-shareholders-meeting or by contacting the Company at info@genmining.com to request the meeting particulars.

A Shareholder wishing to be represented by proxy at the Meeting or any adjournment thereof must deposit his, her or its duly executed form of proxy with the Company's transfer agent and registrar, TSX Trust Company, by: (i) mail at 100 Adelaide Street West, Suite 301, Toronto, Ontario, M5H 4H1; (ii) fax at (416) 595-9593; or (iii) the internet at www.voteproxyonline.com, not later than 10:00 a.m. (Eastern time) on Tuesday, November 24, 2026, or, if the Meeting is adjourned, not later than 48 hours, excluding Saturdays, Sundays and holidays, preceding the time of such adjourned meeting.

Shareholders who are unable to attend the Meeting in person are requested to date, complete, sign and return the enclosed form of proxy so that as large a representation as possible may be had at the Meeting.

The board of directors of the Company has by resolution fixed the close of business on Thursday, October 15, 2026, as the record date, being the date for the determination of the registered holders of common shares of the Company entitled to receive notice of, and to vote at, the Meeting and any adjournment thereof.

ONLINE MEETING GUIDANCE

All Shareholders are encouraged to vote on the matters before the Meeting by proxy in the manner set out herein and in the accompanying Circular. The Company is offering its Shareholders the option to watch the Meeting online or listen by telephone. However, Shareholders who are not attending the Meeting in person will not be able to participate and vote at the Meeting. Please see details on how to watch and listen to the Meeting in the accompanying Circular.

NOTICE-AND-ACCESS

Notice is also hereby given that the Company has decided to use the notice-and-access method of delivery of meeting materials for the Meeting for beneficial owners of common shares of the Company (the "**Non-Registered Holders**") and for registered Shareholders. The notice-and-access method of delivery of meeting materials allows the Company to deliver the meeting materials over the internet in accordance with the notice-and-access rules adopted by the Ontario Securities Commission under National Instrument 54-101 – *Communication with Beneficial Owners of Securities of a Reporting Issuer*. Under the notice-and-access system, registered Shareholders will receive a form of proxy and the Non-Registered Holders will receive a voting instruction form enabling them to vote at the Meeting. However, instead of a paper copy of the notice of Meeting, the management information circular and other meeting materials (collectively the "**Meeting Materials**"), Shareholders will receive a notification with information on how they may access such materials electronically. The use of this alternative means of delivery is more environmentally friendly as it will help reduce paper use and will also reduce the cost of printing and mailing the Meeting Materials to Shareholders. Shareholders are reminded to view the Meeting Materials prior to voting. The Company will not be adopting stratification procedures in relation to the use of notice-and-access provisions.

Websites Where Meeting Materials Are Posted:

Meeting Materials can be viewed online under the Company's SEDAR+ profile at www.sedarplus.ca or on the Company's page on the website of TSX Trust Company, the Company's transfer agent and registrar, at https://docs.tsxtrust.com/GENM2026. The Meeting Materials will remain posted on the TSX Trust Company's website at least until the date that is one year after the date the Meeting Materials were posted.

How to Obtain Paper Copies of the Meeting Materials

Shareholders may request paper copies of the Meeting Materials be sent to them by postal delivery at no cost to them. Requests may be made up to one year from the date the Meeting Materials are posted on the TSX Trust Company's website. In order to receive a paper copy of the Meeting Materials or if you have questions concerning notice-and-access, please contact the Company's transfer agent and registrar, TSX Trust Company, by calling toll free at 1-866-600-5869 or by email at tsxtis@tmx.com. **Requests should be received by 4:00 p.m. (Eastern time) on November 17, 2026, in order to receive the Meeting Materials in advance of the Meeting.**

The accompanying management information circular provides additional detailed information relating to the matters to be dealt with at the Meeting and is supplemental to, and expressly made a part of, this notice of special meeting. Additional information about the Company and its financial statements are also available on the Company's SEDAR+ profile at www.sedarplus.ca.

DATED at Toronto, Ontario this 19th day of October, 2026.

BY ORDER OF THE BOARD

/s/ *Kerry Knoll*

Kerry Knoll
Chairman and a Director