



TSX-V: CAD

COLONIAL COAL INTERNATIONAL CORP.

Suite 200, 595 Howe Street, Vancouver, British Columbia, Canada, V6C 2T5

Telephone: (604) 568-4962 and Facsimile: (604) 684-0642

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

Take Notice that the annual general meeting of shareholders of Colonial Coal International Corp. (the “**Corporation**”) will be held at the offices of McMillan LLP, located at Suite 1500, 1055 West Georgia Street, Vancouver, British Columbia, Canada, V6E 4N7, by In Person / Teleconference Call meeting, on Thursday, December 14, 2023, at 9:00 a.m. Pacific Time (the “**Meeting**”; and herein the “**Notice**”).

The Corporation is offering shareholders the option to listen and participate (but not vote) at the Meeting in real time by conference call at:

Within Canada (Toll Free): 1-855-244-8677

From the U.S. (Toll Free): 1-855-282-6330

Attendee Access Code: 2772 891 5035

The Meeting is to be held for the following purposes:

1. to receive and consider the audited consolidated financial statements of the Corporation for its financial year ended July 31, 2023, and the report of the Corporation’s auditor thereon;
2. to elect directors of the Corporation for the ensuing year;
3. to appoint an auditor of the Corporation for the ensuing year and to authorize the directors to fix the auditor’s remuneration;
4. to consider and, if thought appropriate, to pass an ordinary resolution ratifying and approving the continuation of the Corporation’s Share Option Plan, with or without variation, as more particularly described in the Corporation’s Management Information Circular;
5. to consider any amendment to or variation of a matter identified in this Notice; and
6. to transact such other business as may properly come before the Meeting or adjournments thereof.

In order to be valid and acted upon at the Meeting, proxies must be received no later than 9:00 a.m., Pacific Time, on Tuesday, December 12, 2023, or not less than 48 hours (excluding Saturdays, Sundays and statutory holidays) before the time for holding the Meeting or any postponement(s) or adjournment(s) thereof. Failure to so deposit a form of proxy will result in its

invalidation. Notwithstanding the foregoing, the chair of the Meeting has the discretion to accept proxies received after such deadline.

A Management Information Circular accompanies this Notice. The Management Information Circular contains details of matters to be considered at the Meeting. No other matters are contemplated, however, any permitted amendment to or variation of any matter identified in this Notice may properly be considered at the Meeting. The Meeting may also consider the transaction of such other business as may properly come before the Meeting or any adjournment thereof.

The financial statements for the year ended July 31, 2023, the report of the auditor thereon and the related management discussion and analysis will be made available at the Meeting and are available on www.sedarplus.ca.

Shareholders who are unable to attend the Meeting in person and who wish to ensure that their shares will be voted at the Meeting are requested to complete, date and sign the enclosed form of Proxy, or another suitable form of proxy, and deliver it by fax, by hand or by mail in accordance with the instructions set out in the form of Proxy and in the Management Proxy Circular.

Unregistered shareholders who plan to attend the Meeting must follow the instructions set out in the form of Proxy or voting instruction form and in the Management Information Circular to ensure that their shares will be voted at the Meeting. If you hold your shares in a brokerage account you are not a registered shareholder.

Dated at Vancouver, British Columbia, Canada, on this 10th day of November, 2023.

BY ORDER OF THE BOARD OF DIRECTORS OF THE CORPORATION

“David Austin”

David Austin

President, Chief Executive Officer and a director
