

# CMX GOLD & SILVER CORP.

*wholly-owned subsidiary: CMX Gold & Silver (USA) Corp.*

## ANNUAL GENERAL MEETING OF SHAREHOLDERS NOTICE AND ACCESS NOTIFICATION

This Notice and Access Notification is furnished in connection with the solicitation by management of CMX Gold & Silver Corp. (the "**Corporation**") of proxies for the annual meeting of the holders (the "**Shareholders**") of the common shares of the Corporation (the "**Meeting**") to be held on January 9, 2024, at 11:00 a.m. (MST), at Dentons 15<sup>th</sup> Floor, Bankers Court, 850 - 2nd Street SW, Calgary, Alberta, or at any adjournment thereof.

The Corporation has chosen to use the Notice and Access system for delivery of Meeting Materials (as defined below) to Shareholders for the Meeting. Under Notice and Access, each Shareholder still receives an instrument of proxy or voting instruction form enabling them to vote at the Meeting. However, instead of receiving a paper copy of the management information circular, notice of meeting, annual financial statements and related management discussion and analysis for the Meeting (the "**Meeting Materials**"), each Shareholder receives a notice: (a) stating the date, time and location of the Meeting; (b) identifying the matters to be acted upon at the Meeting; and (c) explaining how to access such Meeting Materials online. This is more environmentally friendly as it reduces paper use and the cost to Shareholders of printing and mailing the Meeting Materials.

### MEETING DATE AND LOCATION:

Date: January 9, 2024

Time: 11:00 a.m. (Mountain Standard Time)

Place: Dentons 15<sup>th</sup> Floor, Bankers Court, 850 - 2nd Street SW, Calgary, Alberta

### MATTERS TO BE ACTED UPON:

At the Meeting, Shareholders will be asked to:

**1. Financial Statements:**

Receive and consider the audited financial statements of the Corporation dated December 31, 2022, together with the report of the auditor thereon.

**2. Directors:**

- (a) Consider and, if thought fit, pass a resolution fixing the number of directors at five (5); and
- (b) Elect the Board of Directors of the Corporation for the ensuing year.

**3. Auditors:**

Appoint MNP LLP, Chartered Professional Accountants, as Auditors of the Corporation for the ensuing year and authorizing the Directors to fix their remuneration.

**4. Stock Option Plan:**

Consider and, if thought fit, pass an ordinary resolution approving the renewal of the Corporation's rolling 10% Stock Option Plan;

## **5. Other Business:**

Transact such other business as may properly be brought before the Meeting or any adjournment thereof.

**SHAREHOLDERS ARE REMINDED TO REVIEW THE MANAGEMENT INFORMATION CIRCULAR PREPARED IN CONNECTION WITH THE MEETING PRIOR TO VOTING.** See the section of the Management Information Circular titled "Matters to be Acted Upon at Meeting".

### **ACCESSING MEETING MATERIALS ONLINE:**

The Meeting Materials can be viewed online at the following locations:

1. Under the CMX Gold & Silver Corp. "Issuer Profile" on SEDAR at [SEDAR+ \(sedarplus.ca\)](https://www.sedarplus.ca); or
2. The "Investors – AGM" page of the Corporation's website at:  
[AGM \(cmxgoldandsilver.com\)](https://www.cmxgoldandsilver.com)

### **HOW TO OBTAIN PAPER COPIES OF THE MEETING MATERIALS:**

Shareholders may request that a paper copy 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 Management Information Circular was filed on SEDAR by:

1. Calling toll free at: 1-866-668-8379; or
2. Sending an email to: [cssinquiries@olympiustrust.com](mailto:cssinquiries@olympiustrust.com)

Requests should be received at least ten (10) business days in advance of the proxy deposit date set out in the accompanying instrument of proxy in order to receive the Meeting Materials in advance of such date and the Meeting date.

If you do request a paper copy of the Meeting Materials, please note that another instrument of proxy will not be sent. Please retain the enclosed instrument of proxy for voting purposes.

The Corporation has determined that only those Shareholders with existing instructions on their account to receive paper material will receive a paper copy of the Meeting Materials with this notification.

### **VOTING:**

To vote, Shareholders are requested to carefully follow the instructions on the accompanying instrument of proxy, including those indicating how, when and where the instrument of proxy is to be delivered.

**Vote by Mail:** To vote your common shares by mail, please follow the instructions on the enclosed instrument of proxy by the deadline noted.

**Vote by Internet:** To vote your common shares using the Internet, go to <https://css.olympiustrust.com/pxlogin> and follow the instructions using the control number on your instrument of proxy by the deadline noted.

**Vote by Facsimile:** To vote your common shares via Facsimile, please complete the enclosed instrument of proxy and fax to (403) 668-8307.

**Shareholders with general questions about Notice and Access may contact Olympia Trust Company, in its capacity as registrar and transfer agent for the Corporation, Toll Free at 1-866-668-8379.**