

NORSEMONT MINING INC.
2501 – 550 Burrard Street
Vancouver, British Columbia, Canada, V6C 2B5

**NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS
AND AVAILABILITY OF MEETING MATERIALS**

TO: THE BENEFICIAL SHAREHOLDERS OF NORSEMONT MINING INC.

You are receiving this notification as Norsemont Mining Inc. (the “**Company**”) is using the notice and access provisions under National Instrument 54-101 *Communication with Beneficial Owners of Securities of a Reporting Issuer* (“**Notice and Access**”) for the delivery to non-registered shareholders of the Company (“**Beneficial Shareholders**”) of its Notice of Meeting and Management Information Circular (the “**Meeting Materials**”) for its Annual General and Special Meeting to be held on Wednesday, April 9, 2025 (the “**Meeting**”).

The Company has elected to use the Notice and Access for the Meeting in respect of mailings to its Beneficial Shareholders but not in respect of mailings to its registered shareholders. Registered shareholders will receive a paper copy of the Meeting Materials and a Form of Proxy whereas Beneficial Shareholders will receive this Notice and Access Notification and a Voting Instruction Form.

This notification provides details of the date, time and place of the Meeting including the matters to be voted on, and instructions on how to access the Meeting Materials electronically, or obtain a paper copy of the Meeting Materials.

HOW TO ACCESS THE MEETING MATERIALS

The Meeting Materials can be viewed online under the Company’s profile at www.sedar.com or on the Company’s website at <https://norsemont.com/investors>.

You can obtain a paper copy of the Meeting Materials, free of charge, by sending an email to info@norsemont.com, by providing your name and mailing address.

If you wish to receive a paper copy of the Meeting Materials, they will be sent within three business days of your request, if such requests are made before the Meeting date. To ensure you receive the material in advance of the voting deadline and meeting date, your request should be provided to the Company as soon as possible.

MEETING DATE AND LOCATION

The Meeting will be held on Wednesday, April 9, 2025, at 10 o’clock am (Pacific Time) via Zoom.

In order to dial into the Meeting within Canada, shareholders can phone +1 778 907 2071 or in the United States, shareholders can phone +1 669 444 9171 and enter the Meeting ID and Password noted below.

Alternatively, you can find your local number at: [Zoom International Dial-in Numbers - Zoom](#)

In order to access the Meeting through Zoom, shareholders will need to download the application onto their computer or smartphone and then once the application is loaded, enter the Meeting ID and Password below or open the following link:

<https://us02web.zoom.us/j/83729824576?pwd=tMjBq8BLlSc0N8p7Hsa4ttgIYM2Dfo.1>

Shareholders will have the option through the application to join the video and audio or simply view and listen.

Meeting ID: 837 2982 4576
Passcode: 882413

MATTERS TO BE VOTED ON AT THE MEETING

At the Meeting, shareholders will be asked to vote on the following:

1. **Financial Statements** – To receive the audited consolidated financial statements of the Company for the financial years ended December 31, 2023, together with the reports of the Auditors and the management's discussion and analysis thereon. See "**Financial Statements**" as more particularly described in the Information Circular prepared for the Meeting;
2. **Number of Directors** – To fix the number of directors of the Company at six (6). See "**Fix Number of Directors**" as more particularly described in the Information Circular prepared for the Meeting;
3. **Election of Directors** – To re-elect the current directors of the Company for the ensuing year. At the Meeting, six individuals are proposed to be elected to the Board. See "**Election of Directors**" as more particularly described in the Information Circular prepared for the Meeting;
4. **Appointment of Auditor** – To appoint Dale Matheson Carr-Hilton LaBonte LLP, Chartered Professional Accountants, as Auditor of the Company for the ensuing year and authorizing the directors to fix their remuneration. See "**Appointment of the Auditor**" as more particularly described in the Information Circular prepared for the Meeting;
5. **Omnibus Equity Incentive Plan** – To consider, and if deemed advisable, to approve, confirm, and ratify the rolling Omnibus Equity Incentive Plan (the "**Plan**"). See "**Omnibus Equity Incentive Plan**" as more particularly described in the Information Circular prepared for the Meeting;
6. **Resolution Approval.** To consider and, if thought fit, to pass a resolution authorizing the Company to make application to the Supreme Court of British Columbia pursuant to Section 229 of the *Business Corporations Act*, British Columbia, for rectification of any omissions, defects, errors or irregularities that have occurred in the conduct of the business or affairs of the Company including the failure of the Company to hold an annual general meeting during the 2023 calendar year and distribute interim and annual financial statements for that year; and
7. **Other Business** – To transact such other business as may properly come before the Meeting or any adjournments thereof. See "**Other Business**" as more particularly described in the Information Circular prepared for the Meeting.

VOTING

You cannot vote by returning this notice.

Beneficial Shareholders are reminded that in order to ensure that their Common Shares are voted at the Meeting, they must (i) complete and return the accompanying Voting Instruction Form to Broadridge by mail or facsimile at the address or facsimile number noted thereon; and (ii) ensure that such completed Voting Instruction Form is received by Broadridge not later than 72 hours (excluding weekends and holidays) prior to the time of the Meeting or any adjournment thereof.

Alternatively, please follow the instructions of Broadridge carefully including voting prior to this deadline by calling a toll free number or voting on the Internet in accordance with the instructions set forth in the accompanying Voting Instruction Form. You may also refer to the section of the Circular titled "*Section 1 – Voting*" under "*Non-Registered Shareholders*" for further information.

If you ask for the Meeting Materials to be mailed to you, please note that another Voting Instruction Form will not be sent; please retain your current one for voting purposes.

PLEASE REVIEW THE MEETING MATERIALS BEFORE VOTING.

QUESTIONS

Beneficial Shareholders with questions about Notice and Access can contact the Company by email at info@norsemont.com.

DATED at Vancouver, British Columbia, this 21st day of February, 2025.

BY ORDER OF THE BOARD OF DIRECTORS,

(signed) "Marc Levy"

Marc Levy
Chief Executive Officer