**GLADIATOR METALS CORP.** (ARBN 693 952 895)
Suite 910 – 925 West Georgia Street
Vancouver, British Columbia, V6C 3L2

## NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN THAT the annual general meeting of the shareholders (the "Meeting") of Gladiator Metals Corp. (the "Company") will be held at Suite 910 – 925 West Georgia Street, Vancouver, British Columbia, V6C 3L2 on November 20, 2026, at 1:00 p.m. (Pacific Time) for the following purposes:

1. To receive and consider the consolidated financial statements of the Company together with the auditor's reports thereon for the financial years ended February 28, 2026 and February 28, 2025.

2. To set the number of directors at three (3).

3. To elect directors for the ensuing year.

4. To appoint Crowe MacKay LLP, Chartered Professional Accountants, as Auditor of the Company for the ensuing year, and to authorize the directors to fix the Auditor's remuneration.

5. To consider and, if deemed advisable, to pass an ordinary resolution approving the adoption of the Company's omnibus incentive plan, as described in the information circular prepared for the Meeting (the "**Information Circular**");

6. To consider any permitted amendment to or variation of any matter identified in this Notice and to transact such other business as may properly come before the Meeting or at any adjournment thereof.

In order to be valid and acted upon at the Meeting, proxies must be received no later than 1:00 p.m. (Pacific Time) on November 18, 2026 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.

An Information Circular accompanies this Notice. The 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 Annual Financial Statements and MD&A will be made available at the Meeting and are available on SEDAR+ at www.sedarplus.ca.

**Registered 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 in accordance with the instructions set out in the form of Proxy and in the Information Circular. Non-registered 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 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, this 13th day of October, 2026.

## By Order of the Board of Directors of Gladiator Metals Corp.

*(signed) "Jason Bontempo"*

Jason Bontempo
Chief Executive Officer