

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

TAKE NOTICE that the annual general meeting of shareholders (the “**Meeting**”) of Scandium International Mining Corp. (the “**Company**”) will be held at Suite 1200, 750 West Pender Street, Vancouver, British Columbia, Canada on Monday June 3, 2024, at **9:00 a.m. (Vancouver time)** for the following purposes, as more particularly described in the accompanying information circular (the “**Information Circular**”):

1. to receive the audited financial statements of the Company for its fiscal year ended December 31, 2023, and the report of the auditors thereon;
2. to fix the number of directors at four (4);
3. to elect directors of the Company for the ensuing year;
4. to re-appoint Davidson & Company LLP, as auditors of the Company for the ensuing year, and to authorize the directors to fix the auditors’ remuneration;
5. to approve the unallocated entitlements under the Company’s stock option plan; and
6. to transact any other business which may properly come before the Meeting, or any adjournment thereof.

The Board of Directors has fixed April 18, 2024, as the record date for determining shareholders entitled to receive notice of, and to vote at, the Meeting or any adjournment or postponement thereof. Only shareholders of record at the close of business on that date will be entitled to notice of and to vote at the Meeting.

Accompanying this notice of Meeting is the Information Circular, a form of proxy (“**Proxy**”) or voting instruction form (“**VIF**”), and a request card for use by shareholders who wish to receive the Company’s interim and/or annual financial statements. A shareholder entitled to vote at the Meeting is entitled to appoint a proxyholder to attend and vote in his/her stead. If you are unable to attend the Meeting, or any adjournment or postponement thereof, in person, please date, execute, and return the enclosed form of Proxy in accordance with the instructions set out in the notes to the Proxy and any accompanying information from your intermediary, if applicable. The Information Circular includes more detailed information relating to the matters to be considered at the Meeting and forms part of this Notice.

DATED at Vancouver, British Columbia, this 18th of April 2024.

ON BEHALF OF THE BOARD OF DIRECTORS

“Peter Evensen”
PRESIDENT & CEO

These securityholder materials are being sent to both registered and non-registered owners of the securities. If you are a non-registered owner, and the Company or its agent has sent these materials directly to you, your name and address and information about your holdings of securities have been obtained in accordance with applicable securities regulatory requirements from the intermediary holding on your behalf. By choosing to send these materials to you directly, the Company (and not the intermediary holding on your behalf) has assumed responsibility for (i) delivering these materials to you, and (ii) executing your proper voting instructions. Please return your voting instructions as specified in the request for voting instructions. If you are a non-registered Shareholder and receive these materials through your broker or through another intermediary, please complete and return the materials in accordance with the instructions provided to you by your broker or by the other intermediary. Failure to do so may result in your shares not being eligible to be voted by proxy at the Meeting.