



CORE NICKEL CORP.
Unit 204, 75-24th Street East, Saskatoon, SK, Canada S7K 0K3
Tel: (306) 668-6927

NOTICE OF ANNUAL GENERAL & SPECIAL MEETING TO BE HELD ON OCTOBER 22, 2024

TO THE SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the Annual General & Special Meeting (the “**Meeting**”) of the shareholders of Core Nickel Corp. (the “**Company**”) will be held at Unit 204, 75 – 24th Street East, Saskatoon, Saskatchewan on Tuesday, October 22, 2024, at 10:00 a.m. (CST), for the following purposes:

1. to receive the financial statements of the Company for the fiscal year ended April 30, 2024, together with the auditor’s report thereon;
2. to re-appoint Deloitte LLP, Chartered Professional Accountants, of Vancouver, British Columbia, as the Company’s auditor and to authorize the directors to fix their remuneration;
3. to set the number of directors at four (4);
4. to elect directors for the ensuing year;
5. to approve the continued use of the Company’s Stock Option Plan for a further three years; and
6. to consider and if thought advisable, pass with or without variation, an ordinary resolution to ratify and approve the Advance Notice Policy, as more particularly described in the Information Circular.

The notice of Meeting and notice of availability of Meeting materials (the “Notice”) is being mailed to shareholders of the Company on or about September 17, 2024. We are providing access to our management information circular (the “Information Circular”) via the internet using the ‘notice and access’ system at this website: <https://www.corenickel.com/agm-materials/>.

The Information Circular provides additional information relating to the matters to be dealt with at the Meeting and is supplemental to, and expressly made a part of, this notice of Meeting. **Please review the Information Circular PRIOR to voting your shares.**

The Board of Directors of the Company has fixed September 9, 2024, as the record date for the determination of shareholders entitled to notice of and to vote at the Meeting and at any adjournment or postponement thereof. Each registered shareholder at the close of business on that date is entitled to such notice and to vote at the Meeting in the circumstances set out in the Information Circular.

THE COMPANY URGES ALL SHAREHOLDERS TO VOTE BY PROXY IN ADVANCE OF THE MEETING IN ACCORDANCE WITH THE INSTRUCTIONS SET OUT BELOW.

If you are a registered shareholder of the Company and unable to attend the Meeting in person, please complete, date and sign the form of proxy delivered to you with the Notice, and deposit it with the Company’s transfer agent, Olympia Trust Company: by mail to PO Box 128, STN M, Calgary, AB T2P 2H6 Attn: Proxy Dept.; or you may alternatively fax your proxy to 403-668-8307 or scan and email to proxy@olympiatrust.com; or vote online at <https://css.olympiatrust.com/pxlogin> and enter the 12-digit control number, at least 48 hours (excluding Saturdays, Sundays and holidays recognized in the Province of British Columbia) before the time and date of the Meeting or any adjournment or postponement thereof.

If you receive more than one form of proxy because you own common shares registered in different names or addresses, each form of proxy should be completed and returned.

The form of proxy confers discretionary authority with respect to: (i) amendments or variations to the matters of business to be considered at the Meeting; and (ii) other matters that may properly come before the Meeting. As of the date hereof, management of the Company knows of no amendments, variations or other matters to come before the Meeting other than the matters set forth in this notice of Meeting. **It is the intention of the persons named in the form of proxy delivered to you with the Notice, if not expressly directed to the contrary in such form of proxy, to vote IN FAVOUR of the resolutions proposed by management as set forth under “Particulars of Matters to be Acted Upon” in the Information Circular.**

If you are a non-registered shareholder of the Company and received the Notice and voting instructions through a broker, a financial institution, a participant, a trustee or administrator of a self-administered retirement savings plan, retirement income fund, education savings plan or other similar self-administered savings or investment plan registered under the Income Tax Act (Canada), or a nominee of any of the foregoing that holds your securities on your behalf (each, an “**Intermediary**”), please ensure your voting instruction form is submitted to your Intermediary or as otherwise instructed within the timeline provided for on such voting instruction form.

The Board of Directors has approved the contents of the Information Circular and has authorized us to send it to you. Please read the Information Circular to learn more about the Meeting, our director nominees and our executive compensation and governance practices.

By order of the Board of Directors

“Misty Urbatsch”

Misty Urbatsch
CEO and President
Saskatoon, Saskatchewan
September 9, 2024