



**NOTICE OF ANNUAL MEETING  
OF THE SHAREHOLDERS OF LARGO PHYSICAL VANADIUM CORP.**

Notice is hereby given that an Annual Meeting (the "Meeting") of the shareholders of Largo Physical Vanadium Corp. (the "Company") will be held at 82 Richmond Street East, Toronto, Ontario, Canada on Friday, August 23, 2024 at 10:00 a.m. (Toronto Time) for the following purposes:

1. to receive the audited consolidated financial statements of the Company as at and for its fiscal year ended December 31, 2023 and the report of the auditor thereon (the "Financial Statements");
2. to fix the number of directors at six (6);
3. to elect the directors of the Company who will serve until the end of the next annual meeting of shareholders or until their successors are appointed;
4. to re-appoint KPMG LLP, as the auditor of the Company who will serve until the end of the next annual shareholder meeting or until its successor is appointed and to authorize the directors of the Company to fix the auditor's remuneration; and
5. to consider such other business that may properly come before the Meeting or any adjournment or postponement thereof.

The Circular and a form of proxy or voting instruction form accompany this Notice. A copy of the Financial Statements has been filed, and is available, under the Company's profile on SEDAR+ at [www.sedarplus.ca](http://www.sedarplus.ca). The Circular contains details of the matters to be considered at the Meeting.

**Record Date for Notice and Voting**

You are entitled to receive notice of and vote at the Meeting or any adjournment of the Meeting if you were a shareholder of the Company on the record date, which the board of directors of the Company has fixed as the close of business on July 19, 2024.

**Registered Shareholders**

If you are a registered shareholder of the Company, are unable to attend the Meeting in person and wish to ensure that your shares will be voted at the Meeting, you must complete, date and sign the enclosed form of proxy and deliver it in accordance with the instructions set out in the form of proxy and in the Circular. Alternatively, the form of proxy may be hand delivered to the registration table on the day of the Meeting prior to the commencement of the Meeting.

**Non-Registered Shareholders**

If your shares are held in an account with a brokerage firm or an intermediary thereof, you are not a registered shareholder of the Company. Non-registered shareholders should follow the instructions set out in the voting instruction form or other form of proxy provided by their intermediaries to ensure that their shares will be voted at the Meeting.

DATED this 19<sup>th</sup> day of July, 2024.

**BY ORDER OF THE BOARD OF DIRECTORS**

(Signed) "*Jonathan Lee*"  
Jonathan Lee  
Chairman