



NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General and Special Meeting (the “Meeting”) of the shareholders of **Regency Silver Corp.** (the “Company”) will be held at Suite 1100 – 570 Granville Street, Vancouver, BC on **Tuesday, June 25, 2024** at 10:00 am (PST) for the following purposes:

1. to receive the annual financial statements of the Company for its fiscal year ended December 31, 2023 together with the report of the auditor thereon;
2. to re-appoint Manning Elliott LLP as auditors for the ensuing year;
3. to fix the number of directors of the Company for the ensuing year at four (4);
4. to elect Bruce Bragagnolo, Gijsbert Groenewegen, Michael Thomson and Michael Tucker as directors of the Company for the ensuing year;
5. to approve by ordinary resolution, the Company’s stock option plan, (the “Option Plan”) as more fully set out under the heading the “Stock Option Plan” in the attached Information Circular; and
6. to approve the transaction of such other business as may properly come before the Meeting.

The accompanying 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.

The Company will utilize the notice-and-access model provided for under National Instrument 54-101 (“Notice and Access”) for the delivery of its information circular (the “Information Circular”), the Company’s audited financial statements and the Management’s Discussion & Analysis for the financial year ended December 31, 2023 (collectively, the “Meeting Materials”), to its Shareholders in respect of the Meeting.

Under Notice and Access, instead of receiving paper copies of the Meeting Materials, Shareholders will be receiving a notice with information on how they may access the Meeting Materials electronically. However, Shareholders will receive a proxy or voting instruction form, as applicable, enabling them to vote at the Meeting. The use of this alternative means of delivery is more environmentally friendly, as it will help reduce paper use and it will also reduce the Company’s printing and mailing costs.

The Company will mail paper copies of the Meeting Materials to those registered and beneficial Shareholders who have previously elected to receive paper copies of the Company’s Meeting Materials. All other Shareholders will receive a Notice and Access notification, which will contain information on how they may access the Meeting Materials electronically in advance of the Meeting.

The Company’s financial statements will be presented at the Meeting. Please refer to the notes accompanying the Instrument of Proxy enclosed and then complete and send the Instrument of Proxy to the Company’s transfer agent, Computershare Investor Services Inc. at 2nd Floor, 510 Burrard Street, Vancouver, British Columbia, V6C 3B9 by mail or fax no later than forty eight (48) hours (excluding Saturdays, Sundays and holidays) prior to the time of the Meeting, or adjournment thereof.

The board of directors of the Company has fixed May 7, 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 accompanying Information Circular.

If you are a registered shareholder of the Company and unable to attend the Meeting in person, please vote by proxy by following the instructions provided in the form of proxy 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 are a non-registered shareholder of the Company and received this Notice of Meeting and accompanying materials through a broker, a financial institution, a participant, or a trustee or administrator of a retirement savings plan, retirement income fund, education savings plan or other similar 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, please complete and return the materials in accordance with the instructions provided to you by your Intermediary.

DATED at Vancouver, British Columbia, this 7th day of May, 2024.

BY ORDER OF THE BOARD OF DIRECTORS

“Bruce Bragagnolo”

Bruce Bragagnolo
Executive Chairman and Director