



RecycLiCo Battery Materials Inc. Advance Notice Policy

1. Purpose

The purpose of this Advance Notice Policy (the “Policy”) is to ensure that all shareholders, directors, and management of RecycLiCo Battery Materials Inc. (the “Company”) are provided with a clear and transparent process for the nomination of directors to the Board of Directors (the “Board”). This Policy is intended to:

- Facilitate an orderly and efficient meeting process.
- Ensure shareholders receive adequate information about proposed director nominees.
- Promote fairness to all shareholders by requiring advance notice of nominations.

2. Scope and Application

This Policy applies to nominations of directors for election to the Board at:

- Any annual meeting of shareholders of the Company; and
- Any special meeting of shareholders called for the purpose of electing directors.

This Policy does **not** apply to nominations made pursuant to a valid shareholders’ proposal under the Business Corporations Act (British Columbia) or the Company’s Articles.

3. Nomination Procedures

(a) Annual Meetings

For an annual meeting of shareholders, nominations of persons for election to the Board may be made only by:

1. The Board; or
2. A shareholder of the Company who is entitled to vote at the meeting and who provides timely notice in writing to the Corporate Secretary of the Company in accordance with Section 4 of this Policy.

(b) Special Meetings

For a special meeting of shareholders (that is not also an annual meeting), nominations of persons for election to the Board may be made only:

1. Pursuant to the Company’s notice of meeting; or
2. By a shareholder who is entitled to vote at the meeting and who provides timely notice in accordance with Section 4.

4. Timely Notice

A notice (the “Notice”) to the Corporate Secretary must be made in proper written form and received at the principal executive offices of the Company:

- **In the case of an annual meeting**, not less than **30 days** and not more than **65 days** prior to the date of the meeting; provided, however, that if the meeting date is first publicly announced less than 50 days prior to the meeting date, the Notice must be received no later than the **10th day** following such public announcement.
- **In the case of a special meeting**, the Notice must be received no later than the **15th day** following the day on which the meeting was first publicly announced.

5. Required Information

The Notice must include the following information:

(a) About the Nominator

- The name, business address, and residential address of the shareholder giving the Notice;
- The number of common shares beneficially owned, controlled, or directed by the shareholder;
- A description of any agreements or arrangements with respect to the nomination or voting of shares; and
- Confirmation that the shareholder is entitled to vote at the meeting.

(b) About the Proposed Nominee

- The nominee’s name, age, business and residential address;
- Principal occupation or employment for the past five years;
- The number of common shares beneficially owned, controlled, or directed by the nominee;
- A statement confirming the nominee’s eligibility and consent to serve as a director;
- Any relationships or conflicts of interest with the Company; and
- Any other information required to be disclosed under applicable securities laws or stock exchange requirements.

6. Invalid Nominations

The Chair of the meeting shall have the authority to determine whether a nomination was made in accordance with this Policy and may declare that any nomination not properly made shall be invalid and shall not be considered at the meeting.

7. Public Announcement



For the purposes of this Policy, “public announcement” means disclosure in a press release reported by a national news service in Canada or in a document publicly filed by the Company under its issuer profile on SEDAR+.

8. General

This Policy may be amended, modified, or repealed by the Board from time to time, subject to applicable laws and the Company’s Articles.