



SILVER ELEPHANT MINING CORP.

NOTICE OF ANNUAL GENERAL & SPECIAL MEETING OF SHAREHOLDERS

Date: Wednesday, September 25, 2024
Time: 9:00 a.m. (Pacific Daylight Time)
Location: 2600 – 1066 West Hastings Street, Vancouver, BC

NOTICE IS HEREBY GIVEN that the Annual General & Special Meeting (the “**Meeting**”) of the shareholders (the “**Shareholders**”) of Silver Elephant Mining Corp. (the “**Company**”) will be held at the above date, time and location, subject to any adjournment or postponement thereof for the following purposes:

1. to receive the audited consolidated financial statements of Silver Elephant Mining Corp. for the fiscal year ended March 31, 2024 together with the auditor’s report thereon;
2. to fix the number of directors at four (4);
3. to elect four directors for the ensuing year;
4. to appoint Mao & Ying LLP, Chartered Professional Accountants, as the Company’s auditor for the ensuing year and authorize the directors to set the auditor’s remuneration;
5. to consider and, if deemed advisable, to pass, with or without variation, a resolution confirming and approving the 10% rolling incentive plan of the Company; and
6. to transact such other business as may properly come before the Meeting or any adjournment thereof.

A shareholder wishing to be represented by proxy at the Meeting or any adjournment thereof must deposit his or her duly executed form of proxy with the Company’s transfer agent and registrar, Odyssey Trust Company at Suite 702, 67 Yonge Street, Toronto, ON, M5E 1J8 not later than 9:00 a.m. (Pacific time) on Monday, September 23, 2024 or, if the Meeting is adjourned, not later than 48 hours, excluding Saturdays and holidays, preceding the time of such adjourned meeting.

Shareholders who are unable to attend the Meeting are requested to date, complete, sign and return the enclosed form of proxy so that as large a representation as possible may be had at the Meeting.

The board of directors of the Company has by resolution fixed the close of business on Friday, August 9, 2024 as the record date, being the date for the determination of the registered holders of common shares of the Company entitled to receive notice of, and to vote at, the Meeting and any adjournment thereof.

The accompanying management information circular provides additional detailed 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 annual and special meeting. Additional information about the Company and its financial statements are also available on the Company’s profile at www.sedarplus.ca.

DATED at Vancouver, British Columbia, this 9th day of August, 2024.

BY ORDER OF THE BOARD

“John Lee”

John Lee

Chief Executive Officer