

NorZinc Ltd.

Suite 1875, 701 West Georgia Street
Vancouver, British Columbia V7Y 1C6

NOTICE OF MEETING AND NOTICE THAT PROXY MATERIALS AVAILABLE ONLINE

TO: The Shareholders of NorZinc Ltd.

NOTICE IS HEREBY GIVEN THAT an annual general meeting (the "**Meeting**") of the shareholders of NorZinc Ltd. (the "**Company**") will be held at Bay Adelaide Centre, 333 Bay St. #2400, Toronto, on Wednesday, June 15, 2022, at the hour of 1:00 p.m., Toronto time, for the following purposes:

1. To receive the financial statements of the Company together with the auditor's report thereon for the financial year ended December 31, 2021;
2. To fix the number of directors of the Company at seven;
3. To elect directors of the Company for the ensuing year;
4. To appoint KPMG LLP as the auditors for the ensuing year and to authorize the directors to fix the remuneration to be paid to the auditors; and
5. To transact such further or other business as may properly come before the Meeting and any adjournments thereof.

Any adjournment of the Meeting will be held at a time and place to be specified at the Meeting.

The information circular with respect to the Meeting is available online, as further described below. It provides additional information about the matters to be dealt with at the Meeting and is deemed to form part of this notice. Disclosure regarding the election of directors may be found in the section of the information circular entitled "Election of Directors", disclosure regarding the appointment of auditors may be found in the section of the information circular entitled "Appointment of Auditors", disclosure regarding equity compensation arrangements (including approval of specific option grants) may be found in the section of the information circular entitled "Additional Matters to be Acted Upon".

The information circular has been prepared to help you make an informed decision on each of the matters to be voted on at the Meeting. Please review the information circular carefully before voting.

The Company has elected to use the notice-and-access provisions under National Instrument 54-101 – *Communication with Beneficial Owners of Securities of a Reporting Issuer* (the "**Notice and Access Provisions**") for the Meeting. The Notice and Access Provisions allow the Company to post proxy-related materials both on SEDAR and a non-SEDAR website, rather than delivering the materials by mail. Shareholders will still receive this Notice of Meeting and a form of proxy (or voting instruction form, if applicable) and may choose to receive a paper copy of the information circular. The Company will not use procedures known as "stratification" in connection with the Meeting. Stratification occurs when a reporting issuer using notice-and-access provides a paper copy of the relevant information circular to some, but not all, shareholders with the notice package in relation to the relevant meeting.

The Meeting materials, including the information circular, are available on the Company's website at <https://norzinc.com/annual-general-meeting/>. The Meeting materials are also available under the Company's profile on SEDAR at www.sedar.com.

Any shareholder who wishes to receive a printed paper copy of the information circular may request a copy from the Company by calling 1 (866) 688-2001 or request by e-mail at IR@norzinc.com. If a shareholder requests a printed copy of the information circular prior to the date of the Meeting, the Company will send a printed paper copy of the information circular to the requesting shareholder at no cost to them within three business days of the request. If a shareholder requests a printed paper copy of the information circular after the date of the Meeting, the Company will send printed paper copies of the information circular to requesting shareholders at no cost to

them within ten calendar days of their request. A shareholder may also contact the Company at the contact number or address above to request and receive a copy of the Company's financial statements and MD&A.

In order to allow for reasonable time to be allotted for a shareholder to receive and review a paper copy of the information circular prior to the proxy deadline, any shareholder wishing to request a paper copy of the information circular as described above, should ensure such request is received by June 1, 2022.

To obtain additional information about the Notice and Access Provisions, a shareholder may contact the Company by calling the toll-free following number: 1 (866) 688-2001.

Due to continuing restrictions surrounding the coronavirus pandemic, shareholders are encouraged to complete proxies where possible or appropriate before considering attending the Meeting in person. If the Company decides to make any change, such as to the date or location, or to hold the Meeting solely by remote communication, the Company will announce the change in advance and post details, including instructions on how shareholders can participate, on SEDAR. At this time, the Company does not plan to provide a fully virtual or remote meeting due to cost, administrative and technical requirements. However, to listen to the Meeting, you can join by Zoom, although joining by Zoom shall not constitute attendance and does not entitle you to vote. The Zoom particulars are as follows:

<https://norzinc.zoom.us/j/86127083624?pwd=NXVRQXloVnNNTC9hOTlB0tjdk00QT09>

Passcode: **156948**

Or One tap mobile:

Canada: +17806660144,,86127083624# or +12042727920,,86127083624#

Or Telephone (for higher quality, dial a number based on your current location):

Canada: +1 780 666 0144
+1 204 272 7920
+1 438 809 7799
+1 587 328 1099
+1 647 374 4685
+1 647 558 0588
+1 778 907 2071
855 703 8985 (Toll Free)

US: +1 669 900 6833
+1 929 205 6099
+1 253 215 8782
+1 301 715 8592
+1 312 626 6799
+1 346 248 7799
877 853 5247 (Toll Free) or 888 788 0099 (Toll Free)

Webinar ID: 861 2708 3624

International numbers available: <https://norzinc.zoom.us/j/kdAA2kvszQ>

Only shareholders at the close of business on April 28, 2022 are entitled to receive notice of and vote at the Meeting. If you are a registered shareholder, you will have received this Notice of Meeting and a form of proxy. Registered shareholders who are unable to attend the Meeting are requested to read the notes included in the form of proxy enclosed and then to complete, date, sign and mail the enclosed form of proxy, or to complete the proxy by telephone or the internet, in accordance with the instructions set out in the proxy. Completed proxies must be received by 1:00 p.m. (Toronto Time) on June 13, 2022, unless the chairman of the Meeting elects to exercise his discretion to accept proxies received subsequently.

If you are a non-registered (beneficial) shareholder, you will have received this Notice of Meeting and a voting instruction form. Non-registered shareholders are requested to read the instructions included in the voting

instruction form enclosed and then to complete the voting instruction form in accordance with the instructions, and by the deadline, set out therein.

DATED this 28th day of April, 2022

BY ORDER OF THE BOARD OF DIRECTORS

"Rohan Hazelton"

Rohan Hazelton, President and CEO
