

American Manganese Inc.  
#2-17942 55<sup>th</sup> Avenue  
Surrey, BC V3S 6C8

## NOTICE OF MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting (the “Meeting”) of the shareholders of American Manganese Inc. (the “Company”) will be held at 543 Granville Street, 5th floor, Vancouver, British Columbia, V6C 1X8 on **October 18, 2016 at 10:00am (Vancouver time)** for the following purposes:

1. To receive and consider the financial statements of the Company and the auditor's report thereon for the fiscal year ended July 31, 2015;
2. To fix the number of directors at seven (7);
3. To elect the directors to hold office until the next annual meeting of shareholders;
4. To appoint DeVisser Gray LLP as independent auditors of the Company for the fiscal year ended 2016, and to authorize the Directors to fix their remuneration;
5. To approve the Company’s stock option plan which allows for the issuance of common shares up to 20% of the issued and outstanding shares of the Company pursuant to the exercise of stock options granted under such plan;
6. To transact such further or other business as may properly come before the Meeting or any adjournment(s) thereof.

Accompanying this Notice of Meeting are a Management Information and Proxy Circular, Proxy Form and a Financial Statement Request Form.

A shareholder entitled to vote at the Meeting is entitled to appoint a proxyholder to attend and vote in his or her stead. If you are unable to attend the Meeting, or any adjournment thereof, in person, please date, execute, and return the enclosed form of proxy in accordance with the instructions set out in the notes to the proxy and any accompanying information from your intermediary.

DATED at Surrey, British Columbia on September 14, 2016

BY ORDER OF THE BOARD OF DIRECTORS

*“Larry W. Reaugh”*

Larry W. Reaugh  
Director, President and Chief Executive Officer