



VR RESOURCES LTD.

NOTICE OF 2022 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2023 annual general meeting (the “**Meeting**”) of the shareholders of **VR RESOURCES LTD.** (the “**Company**”) will be held in the Boardroom of the Company’s offices at Suite 1500 – 409 Granville Street, Vancouver, British Columbia, V6C 1T2 on **Thursday, August 31, 2023** at the hour of **10:00 a.m. (Vancouver Time)** for the following purposes:

1. To receive the audited financial statements of the Company for the fiscal year ended March 31, 2023 together with the report of the Auditors thereon;
2. To set the number of directors at four (4);
3. To elect the directors of the Company for the ensuing year;
4. To re-appoint Davidson & Company, Chartered Professional Accountants, as auditors of the Company for the fiscal year ending March 31, 2024 and to authorize the directors to fix their remuneration;
5. By ordinary resolution re-approve the Company’s 10% Rolling Stock Option Plan, as more particularly described in the Company’s Information Circular;
6. By ordinary resolution approve the Company’s Long Term Incentive Plan, as more particularly described in the Company’s Information Circular; and
7. To transact such further or other business as may properly come before the meeting and any adjournment or adjournments thereof.

Accompanying this Notice of Meeting is the Management Information Circular, which provides information relating to the matters to be addressed at the meeting and is incorporated into this Notice of Meeting.

Shareholders are entitled to receive notice of and to vote at the meeting either in person or by proxy. Those who are unable to attend the meeting in person are requested to read, complete, date, sign and mail the enclosed form of proxy or by voting online or in accordance with the instructions set out in the proxy or voting instructions form.

The Company has fixed the close of business on the **17th day of July 2023** as the record date for the determination of shareholders who are entitled to receive notice of, and to vote at, the Meeting. Only shareholders of the Company of record as at that date are entitled to receive notice of and to vote at the Meeting. The accompanying Information Circular provides additional information relating to the matters to be dealt with at the Meeting and is incorporated into this notice.

DATED at Vancouver, British Columbia, this 19th day of July 2023.

BY ORDER OF THE BOARD

(signed) “Michael Gunning”

Michael Gunning, President