



## Notice of Special Meeting of Shareholders for CURRIE ROSE RESOURCES INC.

**NOTICE IS HEREBY GIVEN THAT** the special meeting (the "**Meeting**") of the holders (the "**Shareholders**") of common shares ("**Shares**") of Currie Rose Resources Inc. (the "**Company**") will be held virtually through the platform of AGM Connect to facilitate an interactive meeting and live online voting for registered Shareholders on Tuesday, November 24, 2020, at the hour of 9:00 a.m. (Eastern Standard Time), for the following purposes:

1. to consider and, if deemed fit, to approve, with or without variation, a special resolution (the "**Asset Sale Resolution**"), the full text of which is set forth in the accompanying management information circular dated the date hereof (the "**Circular**"), approving the disposition of the Company's Rossland Gold Project, all as more particularly set forth and described in the Circular; and
2. to transact such further or other business as may properly come before the Meeting or any adjournment or adjournments thereof.

The Circular provides additional information relating to the matters to be dealt with at the meeting and is deemed to form part of this notice.

**The Board of Directors of the Company UNANIMOUSLY recommends that Shareholders vote FOR the Asset Sale Resolution. It is a condition to the completion of the proposed transaction between the Company and Accelerate Resources Ltd. (the "Transaction") that the Asset Sale Resolution be approved at the Meeting.**

The record date for the Meeting is October 16, 2020. The record date is the date for the determination of the registered Shareholders of the Company entitled to receive notice of, and to vote at, the Meeting and any adjournment or postponement of the Meeting.

The Company is taking proactive steps as a result of the impact of the recent global spread of COVID-19 to protect employees and Shareholders. Shareholders will not be able to attend the Meeting in person, they will however, be able to vote on all business brought before the Meeting and submit questions for consideration as they would at an in-person Shareholders meeting. **Shareholders that usually vote by proxy ahead of the meeting will be able to do so either: online @ [www.capitaltransferagency.com/voteproxy](http://www.capitaltransferagency.com/voteproxy); or by mail - complete, date and sign the enclosed form of proxy, and to return it in the envelope provided.**

Take notice that registered Shareholders who validly dissent from the Asset Sale Resolution will, if the Transaction becomes effective, be entitled to be paid by the Company the fair value of their Shares, subject to strict compliance with Sections 237 to 247 of the *Business Corporations Act* (British Columbia). The right to dissent is described in the Circular under the heading "*Dissent Rights*". **Failure to strictly comply with the dissent procedures set out in Sections 237 to 247 of the *Business Corporations Act* (British Columbia) may result in the loss of any right of dissent.**

**Persons who are beneficial owners of Shares registered in the name of a broker, custodian, nominee or other intermediary who wish to dissent should be aware that only registered Shareholders are entitled to dissent.** Accordingly, a beneficial owner of Shares desiring to exercise dissent rights must make arrangements for beneficially owned Shares to be registered in his, her or its name prior to the time written notice of dissent is required to be received by the Company, or make arrangements for the registered holder to dissent on his, her or its behalf in accordance with the dissent provisions set out in Sections 237 to 247 of the *Business Corporations Act* (British Columbia).

### NOTICE-AND-ACCESS

The Company is not using "notice-and-access" as defined under NI 54-101.

### WEBSITES WHERE MEETING MATERIALS ARE POSTED:

A copy of the Circular and other meeting materials (collectively the "**Meeting Materials**") can be viewed online under the Company's SEDAR profile and at [www.agmconnect.com/currierose2020](http://www.agmconnect.com/currierose2020)

**Shareholders are reminded to view the Meeting Materials prior to voting.**

## HOW TO OBTAIN PAPER COPIES OF THE MEETING MATERIALS

Registered holders or non-registered holders may request paper copies of the Meeting Materials be sent to them by postal delivery at no cost to them. Requests may be made up to one year from the date of the Meeting. Materials are posted on [www.sedar.com](http://www.sedar.com) and at [www.agmconnect.com/currierose2020](http://www.agmconnect.com/currierose2020). In order to receive a paper copy of the Meeting Materials, please call 1 (844) 246-4246 or +1 (416) 477-9845.

## VOTING INSTRUCTIONS FOR REGISTERED SHAREHOLDERS

Completed proxies for registered Shareholders must be returned to Capital Transfer, the Company's transfer agent by:

- (i) mail to Capital Transfer Agency ULC at 390 Bay Street, Suite 920, Toronto, Ontario M5H 2Y2;
- (ii) email to [info@capitaltransferagency.com](mailto:info@capitaltransferagency.com);
- (iii) facsimile at +1 (416) 350-5008; or
- (iv) internet voting at [www.capitaltransferagency.com/voteproxy](http://www.capitaltransferagency.com/voteproxy)

prior to 9:00am (EST) on Friday, November 20, 2020 or not less than 48 hours (excluding Saturdays, Sundays and statutory holidays in the City of Toronto, Ontario) before the time of any adjourned/postponed Meeting (the "Proxy Deadline").

**The persons named in the form of proxy for the Meeting are directors and/or officers of the Company. Each Shareholder has the right to appoint a proxyholder other than such persons, who need not be a Shareholder, to attend and to act for such Shareholder and on such Shareholder's behalf at the Meeting. To exercise such right, the names of the nominees of management should be crossed out and the name of the Shareholder's appointee should be legibly printed in the blank space provided.**

## VOTING INSTRUCTION FORMS FOR NON-REGISTERED SHAREHOLDERS

Non-registered Shareholders, who have not waived the right to receive the Proxy-Related Materials will either:

- (i) receive a voting instruction form; or
- (ii) be given a proxy, which has already been signed by the intermediary (typically by a facsimile, stamped signature) which is restricted to the number of Shares beneficially owned by the non-registered Shareholder, but which is otherwise not completed.

Non-registered Shareholders should carefully follow the instructions that accompany the voting instruction form or the proxy, including those indicating when and where the voting instruction form, or the proxy is to be delivered. Voting instructions must be deposited by the Proxy Deadline; however, your voting instruction form may require an earlier date in order to process your votes by the Proxy Deadline. Voting instruction forms permit the completion of the voting instruction form online or by telephone. A non-registered Shareholder wishing to attend and vote at the Meeting in person should follow the corresponding instructions on the voting instruction form or, in the case of a proxy, strike out the names of the persons named in the proxy and insert the non-registered Shareholder's name AND EMAIL ADDRESS in the space provided.

## OTHER INFORMATION

A Shareholder wishing to be represented by proxy at the Meeting or any adjournment thereof must deposit a duly executed form of proxy with the Company's transfer agent and registrar, Capital Transfer Agency ULC, 390 Bay Street, Suite 920, Toronto, ON M5H 2Y2, on or before 9:00 a.m. (EST) on Friday, November 20, 2020. Shareholders who are unable to attend the Meeting in person are requested to complete, date, sign and return the enclosed form of proxy so that as large a representation as possible may be had at the Meeting.

DATED this 23<sup>rd</sup> day of October 2020.

**BY ORDER OF THE BOARD**

*"Mike Griffiths"*

Mike Griffiths  
Chief Executive Officer