

TROUBADOUR RESOURCES INC.
488 – 625 Howe Street
Vancouver, British Columbia
Canada V6C 2T6

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the annual general meeting (the “Meeting”) of the shareholders of Troubadour Resources Inc. (the “Company”) will be held at 704 – 595 Howe Street, Vancouver, BC, V6C 2T5 on Wednesday, September 09, 2020 at 10:00 a.m. (PST) for the following purposes:

1. to set the number of directors at four (4) persons;
2. to elect Geoff Schellenberg, Gary Schellenberg, Michael Sieb and Paul Chung as directors of the Company for the ensuing year;
3. to appoint Davidson & Company LLP as the auditors of the Company for the ensuing year and to authorize the directors to fix the remuneration to be paid to the auditors;
4. to consider and, if deemed appropriate, to pass, with or without variation, an ordinary resolution approving, ratifying and confirming the Company’s 10% rolling stock option plan as more particularly described in the accompanying Information Circular;
5. to consider and if thought fit, to approve by ordinary resolution to adopt new Articles for the Company which, among other things, will contain “Advance Notice Provisions”, as more particularly described in the section of the information circular titled “Particulars of Matters to be Acted Upon – Adoption of Revised Articles including Advance Notice Provisions.”; and
6. to transact such other business as may be properly brought before the Meeting or any adjournment thereof.

All registered shareholders are entitled to attend and vote at the Meeting in person or by proxy. The Board of Directors (the “**Board**”) requests that all registered shareholders who will not be attending the Meeting in person read, date and sign the accompanying proxy and deliver it to TSX Trust Company (“**TSX Trust**”). If a registered shareholder does not deliver a proxy to TSX Trust Company, Proxy Dept., 301 – 100 Adelaide Street West, Toronto, ON M5H 4H1, by 10:00 a.m. (Vancouver, British Columbia time) on **Monday, September 7, 2020** (or before 48 hours, excluding Saturdays, Sundays and holidays before any adjournment of the meeting at which the proxy is to be used) then the shareholder will not be entitled to vote at the Meeting by proxy. Only shareholders of record at the close of business on **July 30, 2020** will be entitled to vote at the Meeting.

If you are a non-registered Shareholder of the Company, please complete and return the materials in accordance with the instructions set forth in the accompanying Information Circular.

An Information Circular and a form of proxy accompany this notice.

DATED at Vancouver, British Columbia, the 30th day of July, 2020.

ON BEHALF OF THE BOARD

“Geoff Schellenberg”

Geoff Schellenberg
President and Director