

TROUBADOUR RESOURCES INC.
Suite 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, British Columbia V6C 2T5 on Tuesday, January 16, 2024, at 10:00 a.m. (PDT) for the following purposes:

1. to set the number of directors at three (3) persons;
2. to elect, Blake Morgan, Christopher Huggins 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 receive the audited financial statements of the Company for the financial years ended December 31, 2022 and 2021.

The accompanying Information Circular provides additional information relating to the matters to be dealt with at the Meeting and is supplemental to, and expressly made a part of, this Notice of Meeting.

The Company’s Board of Directors has fixed December 5, 2023 as the record date for the determination of shareholders entitled to notice of and to vote at the Meeting and at any adjournment or postponement thereof. Each registered shareholder at the close of business on that date is entitled to such notice and to vote at the Meeting in the circumstances set out in the accompanying Information Circular.

If you are a registered shareholder of the Company and unable to attend the Meeting in person, please complete, date and sign the accompanying form of proxy and deposit it with the Company’s transfer agent, TSX Trust Company, Proxy Dept. 301-100 Adelaide Street West, Toronto, ON M5H 4H1 by 10:00 a.m. (Vancouver, British Columbia time) on Friday, January 12, 2024 (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 December 5, 2023 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 12th day of December, 2023.

ON BEHALF OF THE BOARD

“Geoff Schellenberg”

Geoff Schellenberg
President