



QUADRO RESOURCES LTD.

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS TO BE HELD ON

NOVEMBER 27, 2024

AND

MANAGEMENT INFORMATION CIRCULAR

DATED OCTOBER 23, 202

QUADRO RESOURCES LTD.

1400 - 1040 West Georgia Street

Vancouver, B.C., V6E 4H1

Tel: (778) 860-3365

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

TO THE SHAREHOLDERS:

NOTICE IS HEREBY GIVEN that the Annual Meeting of the shareholders of **Quadro Resources Ltd.** (“Quadro” or the “Company”) will be held on **Wednesday November 27, 2024** at **10:00 a.m.** (local time) at **2110, 650 West Georgia Street Vancouver, B.C.** for the following purposes:

1. To receive and consider the Company’s audited financial statements for the fiscal year ended July 31, 2023, together with the auditors’ report thereon;
2. To set the number of directors at 4;
3. To elect the directors of the Company;
4. To appoint auditors for the ensuing year and to authorize the directors to fix the remuneration to be paid to the auditors; and
5. To transact such other business as may properly be brought before the Meeting or any adjournment thereof.

This notice is accompanied by a Management Information Circular, either a form of proxy for registered shareholders or a voting instruction form for beneficial shareholders. Shareholders are able to request to receive copies of the Company’s annual report (including audited consolidated financial statements and MD&A) and/or interim consolidated financial report and MD&A by marking the appropriate box on the form of proxy or voting instruction form, as applicable. The audited annual consolidated financial statements and MD&A of the Company for the year ended July 31, 2023 can be found on SEDAR+ at www.sedarplus.ca.

Shareholders who are unable to attend the Meeting are requested to complete, date, sign and return the enclosed form of proxy or voting instruction form, as applicable, so that as large a representation as possible may be had at the Meeting.

The Board of Directors of the Company has, by resolution, fixed the close of business on October 23, 2024 as the record date, being the date for the determination of the registered holders of common shares entitled to receive notice of, and to vote at, the Meeting and any adjournment thereof (the “Record Date”).

The Board of Directors of the Company has, by resolution, fixed 10:00 a.m. (PST) on November 25, 2024, or no later than 48 hours before the time of any adjourned Meeting (excluding Saturdays, Sundays and holidays), as the time before which proxies to be used or acted upon at the Meeting or any adjournment thereof shall be deposited with the Company’s transfer agent.

DATED at Vancouver, B.C. this 23rd day of October, 2024

BY ORDER OF THE BOARD OF DIRECTORS

Quadro Resources Ltd.

“T. Barry Coughlan”

T. Barry Coughlan, President & CEO