

IEMR RESOURCES INC.

1300 – 1500 West Georgia Street, Vancouver, British Columbia V6G 2Z6
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<http://www.iemr.ca/>

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS TO BE HELD ON MONDAY, MAY 31, 2021

NOTICE IS GIVEN that IEMR Resources Inc. (the "**Company**" or "**we**") will be holding its Annual General Meeting of shareholders (the "**Meeting**") on **Monday, May 31, 2021 ("Meeting Date") at 11:00 a.m. (Vancouver time)** at Boughton Law Corporation, #700 – 595 Burrard Street, Vancouver, British Columbia, V7X 1S8 for the following purposes:

1. To receive the Company's audited financial statements for the financial year ended October 31, 2020 (with comparative statements for the 2019 financial year) together with the auditor's report on the financial statements and the related management's discussion and analysis. **For detailed information regarding this matter, please refer to the section in the Information Circular under the heading "ADDITIONAL INFORMATION".**
2. To fix the number of directors at four (4). **For detailed information regarding this matter, please refer to the section in the Information Circular under the heading "NUMBER OF DIRECTORS".**
3. To elect directors. **For detailed information regarding this matter, please refer to the section in the Information Circular under the heading "ELECTION OF DIRECTORS".**
4. To re-appoint the Company's auditor and to authorize the Board of Directors to fix the auditor's remuneration. **For detailed information regarding this matter, please refer to the section in the Information Circular under the heading "APPOINTMENT OF AUDITOR".**
5. To re-approve the Company's 10% rolling stock option plan and reserve for the grant of options of up to 10% of the Company's issued and outstanding common shares at the time of any stock option grant. **For detailed information regarding this matter, please refer to the section in the Information Circular under the heading "PARTICULARS OF MATTERS TO BE ACTED UPON - Approval of Stock Option Plan".**
6. To transact additional or other business that may properly come before the Meeting or any adjournment of the Meeting.

We urge shareholders to review the Information Circular before voting.

PLEASE NOTE – YOU CANNOT VOTE BY RETURNING THIS NOTICE. To vote your common shares you must vote online, by telephone or by mailing the enclosed proxy or other suitable form of proxy or a Voting Instruction Form, which we must receive before 11:00 a.m. (Vancouver time) by 11:00 a.m. (Toronto time) on Thursday, May 27, 2021 or on the date that is two business days in Vancouver, British Columbia before the date to which the Meeting is postponed or adjourned.

Accessing the Information Circular Online

The Information Circular (and the financial statement request card) can be viewed online under the Company's SEDAR profile at www.sedar.com.

IMPACT OF COVID-19

This year, to proactively deal with the unprecedented public health impact of the ongoing novel coronavirus disease outbreak ("**COVID-19**"), to mitigate risks to the health and safety of our communities, our shareholders, employees and other stakeholders, and in order to comply with the measures imposed by federal, provincial and municipal governments, **we respectfully ask that shareholders of the Company not attend in person at the Meeting.** All Shareholders of the Company are strongly encouraged to cast their vote by submitting their completed form of proxy (or voting instruction form) prior to the Meeting by one of the means described in the Information Circular accompanying this Notice.

Registered Shareholders

Every registered shareholder at the close of business on Monday, April 26, 2021, is entitled to receive notice of, and to vote their common shares at the Meeting. Registered shareholders who are unable to attend the Meeting in person and who wish to ensure that their common shares will be voted at the Meeting must complete, sign and deliver the enclosed form of proxy c/o Proxy Dept., Computershare Investor Services Inc., 100 University Avenue, 8th Floor, Toronto, Ontario M5J 2Y1. In order to be valid and acted upon at the Meeting, forms of proxy must be received not less than 48 hours (excluding Saturdays, Sundays and holidays) before the time set for the holding of the Meeting or any adjournment or postponement of the Meeting. More detailed instructions regarding voting by proxy are provided in the accompanying form of proxy and in the Information Circular.

Beneficial Shareholders

Shareholders may beneficially own their common shares through a broker, another intermediary or an agent of that broker or intermediary ("**Beneficial Shareholders**"). Unless they receive specific instructions, intermediaries are prohibited from voting shares for their clients. **If you are a Beneficial Shareholder, it is vital that you return the Voting Instruction Form provided to you by your broker, intermediary or its agent according to their instructions, well before the deadline specified by the broker, intermediary or its agent, to ensure that they are able to provide voting instructions on your behalf.**

Dated at Vancouver, British Columbia this 26th day of April, 2021.

By Order of the Board of Directors

(signed) "Charles Yuen"

Charles Yuen

Chief Executive Officer and Director