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NOTICE OF AN ANNUAL GENERAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the annual general meeting (the "**Meeting**") of the holders ("**Shareholders**") of common shares ("**Shares**") in the share capital of Tres-Or Resources Ltd. (the "**Company**") will be held at Suite 1500, 1055 West Georgia Street, Vancouver, British Columbia Canada on Tuesday, August 22, 2023, at 10:00 a.m. (PDT) for the following purposes:

1. to table the consolidated financial statements of the Company for its fiscal years ended February 28, 2023, and February 28, 2022, the reports of the auditor thereon and the related management discussion and analyses;
2. to set the number of directors at four (4) for the ensuing year;
3. to elect directors of the Company for the ensuing year;
4. to appoint Davidson & Company LLP, Chartered Professional Accountants, as auditor of the Company for the ensuing year and to authorize the directors to fix the auditor's remuneration;
5. to ratify, confirm and approve the Company's new 10% rolling share option plan, as such plan is described in the accompanying Information Circular; and
6. to transact such other business, including amendments to the foregoing, as may properly come before the Meeting or any adjournment or adjournments thereof.

The record date (the "**Record Date**") for determining the Shareholders entitled to receive notice of and to vote at the Meeting is Tuesday, July 18, 2023. Only Shareholders whose names have been entered in the Register of Shareholders of the Company's Common Shares at the close of business on the Record Date will be entitled to receive notice of and to vote at the Meeting.

An Information Circular accompanies this Notice. The Information Circular contains details of matters to be considered at the Meeting. No other matters are contemplated, however any permitted amendment to or variation of any matter identified in this Notice may properly be considered at the Meeting. The Meeting may also consider the transaction of such other business as may properly come before the Meeting or any adjournment thereof.

Copies of the consolidated financial statements of the Company for its fiscal years ended February 28, 2023 and February 28, 2022, the reports of the auditor thereon and the related management discussion and analyses will be made available at the Meeting and are available under the Company's SEDAR corporate profile at www.sedar.com.

Shareholders who are unable to attend the Meeting in person and who wish to ensure that their shares will be voted at the Meeting are requested to complete, date and sign the enclosed form of proxy, or another suitable form of proxy, and deliver it in accordance with the instructions set out in the form of proxy and in the Information Circular

Non-registered Shareholders who plan to attend the Meeting must follow the instructions set out in the form of proxy or voting instruction form and in the Information Circular to ensure that their shares will be voted at the Meeting. If your shares are held in a brokerage account you are a non-registered shareholder.

DATED at White Rock, British Columbia, as at July 24, 2023.

BY ORDER OF THE BOARD

"Laura Lee Duffett"

Laura Lee Duffett
President and Chief Executive Officer