

AFR NUVENTURE RESOURCES INC.
Suite 204, 133 Richmond St. West
Toronto, Ontario, M5H 2L3

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General and Special Meeting (the “**Meeting**”) of the shareholders of AFR NuVenture Resources Inc. (the “**Company**”) will be held on June 1, 2022 at 11:00 a.m. (Toronto time) at the Company’s Toronto office at Suite 204, 133 Richmond St. West, Toronto, Ontario, M5H 2L3 for the following purposes:

1. To receive and consider the audited financial statements of the Company for the financial year ended May 31, 2021 and the auditor’s reports thereon.
2. To re-appoint Davidson & Company LLP, Chartered Professional Accountants, as the Company’s auditor for the ensuing year, at a remuneration to be fixed by the directors of the Company.
3. To set the number of directors of the Company for the ensuing year at four (4).
4. To elect directors of the Company to hold office for the ensuing year.
5. To consider and, if thought appropriate, pass, with or without variation, an ordinary resolution approving, ratifying and confirming amendments to the “rolling” stock option plan of the Company, as more particularly described in the accompanying management information circular.
6. To transact such other business as may properly come before the Meeting or at any adjournment thereof.

The board of directors of the Company (the “**Board**”) has fixed the close of business on April 20, 2022, as the record date for determining shareholders who are entitled to receive notice and to vote at the Meeting or any adjournment of the Meeting. No person who becomes a shareholder of the Company after the record date will be entitled to vote or act at the Meeting or any adjournment thereof.

A proxy will not be valid unless it is deposited with the Company’s transfer agent, Computershare Investor Services Inc. (“**Computershare**”), (i) by mail using the enclosed return envelope or (ii) by hand delivery to Computershare, 8th Floor, 100 University Avenue, Toronto, Ontario, M5J 2Y1. Alternatively, you may vote by telephone at 1-866-732-VOTE (8683) (toll free within North America) or 1-312-588-4290 (outside North America), by facsimile to 1-866-249-7775 or 1-416-263-9524 (if outside North America), or by internet using the 15 digit control number located at the bottom of your proxy at www.investorvote.com. All instructions are listed in the enclosed form of proxy. Your proxy or voting instructions must be received in each case no later than 11:00 am (Toronto Time) on May 30, 2022 or, if the Meeting is adjourned, 48 hours (excluding Saturdays and holidays) before the beginning of any adjournment of the Meeting

Meeting Materials

Accompanying this Notice of Meeting are: (i) the management information circular; (ii) a form of proxy; and (iii) an annual financial statement request form.

The accompanying management information circular provides information relating to the matters to be addressed at the Meeting and is deemed to form part of this Notice. Copies of any documents to be considered, approved, ratified and adopted or authorized at the Meeting will be available for inspection at the registered and records office of the Company at 1600 – 925 West Georgia Street, Vancouver, British Columbia V6C 3L2, during normal business hours up to June 1, 2022, being the date of the Meeting, subject to the Company’s and its registered and records office’s compliance with all restrictions and limitations imposed pursuant to any applicable laws, regulations and policies relating to, or in connection with, COVID-19. For public health reasons and for the safety of each person, shareholders are strongly encouraged to

access copies of any documents to be considered, approved, ratified, and adopted or authorized at the Meeting under the Company's profile on SEDAR at www.sedar.com or by contacting Errol Farr, Chief Financial Officer ("CFO") and Corporate Secretary of the Company (Tel: **647-296-1270**).

Voting

Shareholders may attend and vote at the Meeting in person or by proxy. If you are a non-registered shareholder and receive these materials through your broker or another intermediary, please complete and return the materials in accordance with the instructions provided to you by your broker or other intermediary. If you are a non-registered shareholder and do not complete and return the materials in accordance with such instructions, you may lose the right to vote at the Meeting.

If shareholders opt to attend and vote at the Meeting in person, shareholders should note that the Meeting will be held in compliance with all restrictions and limitations imposed pursuant to any applicable laws, regulations and policies relating to, or in connection with, COVID-19. For public health reasons and for the safety of each person, shareholders are strongly encouraged to vote by proxy.

The Board requests that all shareholders who will not be attending the Meeting in person read, date and sign the accompanying proxy and deliver it to Computershare. If a shareholder does not deliver a duly completed and executed proxy to Computershare, Attention: Proxy Department, 100 University Avenue, 8th Floor, Toronto, Ontario, M5J 2Y1, by 11:00 a.m. (Toronto time) on May 30, 2022 (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 April 20, 2022 will be entitled to vote at the Meeting.**

Shareholder Questions

Shareholders who have questions or need assistance should contact **Errol Farr, CFO, Suite 204, 133 Richmond St. West, Toronto, Ontario, M5H 2L3** by telephone at **647-296-1270** or the transfer agent, Computershare, by mail at 8th Floor, 100 University Avenue, Toronto, Ontario M5J 2Y1 (Attn: Proxy Department), by telephone at 1-800-564-6253 (toll-free) or 1-514-982-7555, or by fax at 1-866-249-7775 (within North America) or 1-416-263-9524 (if outside North America).

DATED this 3rd day of May, 2022.

BY ORDER OF THE BOARD

/s/ "John F. O'Donnell"

John F. O'Donnell
President, Chief Executive Officer, and Chairman of the Board