

**FIRST HELIUM INC.**  
**550 - 800 West Pender Street,**  
**Vancouver, BC, Canada, V6C 2V6**

**NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS**

**NOTICE IS HEREBY GIVEN** that an annual general meeting (the “**Meeting**”) of the shareholders of **FIRST HELIUM INC.** (the “**Company**”) will be held at 550 – 800 West Pender Street, Vancouver, British Columbia, on Tuesday, November 28, 2023 at 11:00 a.m., PST, for the following purposes:

1. To receive the audited consolidated financial statements of the Company for the financial year ended March 31, 2023 together with the report of the auditor thereon;
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 re-appoint Davidson & Company LLP, Chartered Professional Accountants, as auditor of the Company for the ensuing year and authorize the directors to fix their remuneration;
5. To consider, and if thought fit, to pass an ordinary resolution to ratify, confirm and approve the Company’s 10% “rolling” stock option plan; and
6. To transact such other business as may properly be brought before the Meeting or any adjournment thereof.

An Information Circular accompanies this Notice. The Information Circular contains details of matters to be considered at the Meeting.

**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.**

**An unregistered shareholder who plans 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 such shareholder’s shares will be voted at the Meeting. If you hold your shares in a brokerage account you are not a registered shareholder.**

**DATED** at Vancouver, British Columbia, this October 10, 2023.

**BY ORDER OF THE BOARD**

*"Ed Bereznicki "*

**Ed Bereznicki**

**President, CEO & Director**