NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

TAKE NOTICE that the annual general meeting (the "**Meeting**") of the shareholders of **MILLROCK RESOURCES INC.** (the "**Company**") will be held at Suite 2900, 595 Burrard Street, Vancouver, British Columbia, on the **19th** day of **July, 2021** at **10:00 a.m.** Pacific Time for the following purposes:

1. to receive the consolidated financial statements of the Company for the year ended December 31, 2020, together with the auditor's report thereon;
2. to fix the number of directors at four;
3. to elect directors for the ensuing year;
4. to appoint the auditor for the Company and to authorize the directors to fix the auditor's remuneration;
5. to consider and, if thought fit, to pass an ordinary resolution approving the stock option plan of the Company; and
6. to transact such other business as may be brought before the Meeting.

The accompanying information circular provides additional information relating to the matters to be dealt with at the Meeting and is deemed to form part of this notice.

A shareholder entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote in his stead. If you are unable to attend the Meeting in person, please read the notes accompanying the Instrument of proxy enclosed and then complete and return the proxy within the time set out in the notes. As set out in the notes, the enclosed instrument of proxy is solicited by management, but you may amend it, if you so desire, by striking out the names listed therein and inserting in the space provided the name of the person you wish to represent you at the Meeting.

Due to the global coronavirus (COVID-19) public health emergency and in consideration of the health and safety of our shareholders and colleagues and the broader community, the Company asks that shareholders not attend the Meeting in person and instead requests that all shareholders vote by proxy using the enclosed instrument of proxy rather than attending the Meeting in person. No management presentation will be made at the Meeting. Please read the notes to the accompanying instrument of proxy and then complete and return it within the time set out in the notes. The enclosed instrument of proxy is solicited by management but you may amend it, if you so desire, by striking out the names listed therein and inserting in the space provided the name of the person you wish to represent you at the Meeting.

The Company may take additional precautionary measures in relation to the Meeting in response to further developments with respect to the COVID-19 pandemic. In the event it is not possible or advisable to hold the Meeting in person, the Company will announce alternative arrangements for the Meeting as promptly as practicable, which may including holding the Meeting entirely by electronic, telephone or other communication facilities.

DATED at Vancouver, British Columbia, the 9th day of June, 2021.

BY ORDER OF THE BOARD

"Greg Beischer"

Gregory Beischer
President & CEO

Cusip # 601132

NOTICE AND ACCESS NOTIFICATION

Important Notice Regarding the Availability of Proxy Materials for MILLROCK RESOURCES INC., Annual General Meeting to be held at Suite 2900, 595 Burrard Street, Vancouver, British Columbia on July 19, 2021 at 10:00 a.m. Pacific Time

This notification is being provided to the shareholders of **MILLROCK RESOURCES INC.** (the "**Company**") under the notice-and-access provisions for the delivery of meeting materials in respect of its annual general meeting of shareholders to be held on July 19, 2021 (the "**Meeting**"). Under notice-and-access, instead of receiving printed copies of the Company's information circular (the "**Circular**") and, if requested, the consolidated financial statements for the year ended December 31, 2019 and Management's Discussion and Analysis, the Company is providing shareholders this notice with information on how they may access the Meeting materials electronically. However, together with this notification, shareholders continue to receive a proxy or voting instruction form, as applicable, enabling them to vote at the Meeting. The use of this alternative means of delivery will help reduce paper use, printing and mailing costs.

WEBSITES WHERE MEETING MATERIALS ARE POSTED

Meeting materials can be viewed online under the Company's profile at *www.sedar.com* and also at http://www.millrockresources.com/corporate/2020-agm-materials

MATTERS TO BE CONSIDERED AND/OR VOTED AT THE MEETING

1. To receive the consolidated financial statements of the Company for the financial year ended December 31, 2020, together with the auditor's report thereon. ***For further details see the section of the Circular entitled *"Particulars of Matters to be Acted Upon – Presentation of the Financial Statements"*.**

2. To fix the number of directors at four. ***For further details see the section of the Circular entitled *"Particulars of Matters to be Acted Upon – Election of Directors"*.**

3. To elect directors for the ensuing year. ***For further details see the section of the Circular entitled *"Particulars of Matters to be Acted Upon – Election of Directors"*.**

4. To appoint the auditor for the Company and to authorize the directors to fix the auditor's remuneration. ***For further details see the section of the Circular entitled *"Particulars of Matters to be Acted Upon – Appointment of Auditor"*.**

5. To approve the stock option plan of the Company. ***For further details see the section of the Circular entitled *"Particulars of Matters to be Acted Upon – Approval of Stock Option Plan"*.**

6. To transact such other business as may be brought before the Meeting and any adjournments thereof.

Shareholders are reminded to review the Circular prior to voting.

Obtaining a Copy of the Proxy Materials

If you would like to receive a paper copy of the current meeting materials by mail, you must request one. There is no charge to you for requesting a copy.

Call us at 1-877-217-8978 to request a paper copy of the materials for the current meeting.

To ensure you receive the material in advance of the voting deadline and meeting date, all requests must be received by us no later than, July 2, 2021 to ensure timely receipt. If you do request the current materials, please note that another voting instruction form/proxy will not be sent; please retain your current one for voting purposes.

To obtain paper copies of the materials after the meeting date, contact us at 1-877-217-8978.

Voting

PLEASE NOTE – YOU CANNOT VOTE BY RETURNING THIS NOTICE. To vote your securities you must vote online, by telephone or by mailing the enclosed voting instruction form/proxy for receipt before July 15, 2021 at 10:00 a.m. PDT using the enclosed business reply envelope.

INTERNET: Go to *www.investorvote.com* and follow the instructions. You will need the 15-digit control number located on the bottom of the proxy/voting instruction form.

TELEPHONE: Call the telephone number indicated on the proxy/voting instruction from a touch tone phone. You will need the 15-digit control number located on the bottom of the proxy/voting instruction form.

MAIL: Computershare Investor Services Inc.
100 University Avenue, 8th Floor
Toronto, Ontario M5J 2Y1

Shareholders with questions about the notice-and-access provisions may contact the Company at 1-877-217-8978