



MELKIOR RESOURCES INC.  
66 Brousseau Avenue, Suite 207  
Timmins, Ontario  
P4N 5Y2

**NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS**

**NOTICE IS GIVEN** that the Annual and Special Meeting of Shareholders (the "**Meeting**") of Melkior Resources Inc. (the "**Company**") will be held at 82 Richmond Street East, Toronto, Ontario on Wednesday, March 31, 2021 at 11:00 am (Toronto time) for the following purposes:

1. to receive the Company's audited financial statements for the financial year ended August 31, 2020 and the Auditor's Report thereon;
2. to fix the number of directors for the ensuing year at three and to elect directors for the ensuing year;
3. to appoint Crowe MacKay LLP, Chartered Professional Accountants, as the Company's auditor for the ensuing fiscal year and to authorize the directors to set the auditor's remuneration;
4. to approve the Company's 10% rolling stock option plan, as more particularly set out in the accompanying Information Circular; and
5. to transact such other business as may properly be brought before the Meeting or any adjournment thereof,

all as more particularly set out in the attached Information Circular. The form of proxy accompanies this Notice. The 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.

The Directors have fixed the close of business on February 24, 2021, as the record date for determination of shareholders entitled to notice of and the right to vote at the Meeting either in person or by proxy. A shareholder who is unable to attend the Meeting in person and who wishes to ensure that their shares will be voted at the Meeting, is requested to complete, date and execute the enclosed form of Proxy and deliver it to the Company's transfer agent: COMPUTERSHARE INVESTOR SERVICES INC., Proxy Dept., 100 University Avenue, 8<sup>th</sup> Floor, Toronto, Ontario M5J 2Y1, FACSIMILE (within North America) 1-866-249-7775 (outside North America) (416) 263-9524, by fax, hand or by mail in accordance with the instructions set out in the form of Proxy and Management Information Circular.

DATED at Timmins, Ontario, as of the 24<sup>th</sup> day of February, 2021

**MELKIOR RESOURCES INC.**

By: "*Jonathon Deluce*"

Jonathon Deluce, Chief Executive Officer