



North Arrow

MINERALS INC.
960 – 789 West Pender Street
Vancouver, British Columbia, V6C 1H2

NOTICE OF 2022 ANNUAL GENERAL AND SPECIAL MEETING

NOTICE IS HEREBY GIVEN THAT the 2022 annual general and special meeting (the "**Meeting**") of the shareholders of North Arrow Minerals Inc. (the "**Company**") will be held at Suite 960, 789 West Pender Street, Vancouver, British Columbia, on December 15, 2022, at the hour of 9:00 A.M., Vancouver time, for the following purposes:

1. To receive and consider the report of the directors and the financial statements of the Company together with the auditor's report thereon for the financial year ended April 30, 2022.
2. To determine the number of directors at five.
3. To elect directors for the ensuing year.
4. To appoint the auditor for the ensuing year and authorize the directors to fix the remuneration to be paid to the auditor.
5. To consider and, if thought fit, to pass an ordinary resolution to approve amendments to the Company's "rolling" stock option plan, as set forth in the information circular which accompanies this Notice.
6. To consider and, if deemed advisable, to approve a special resolution, with or without variation, authorizing and approving the continuance of the Company out of the federal jurisdiction under the *Business Corporations Act* (Canada) into British Columbia under the *Business Corporations Act* (British Columbia), on the basis set forth in the information circular which accompanies this Notice.
7. To transact such further or other business as may properly come before the Meeting and any adjournments thereof.

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.

The Company intends to hold its Meeting in person. However, in view of the current and evolving COVID-19 outbreak, the Company asks that, in considering whether to attend the Meeting in person, Shareholders follow the instructions of the Public Health Agency of Canada (PHAC) (<https://www.canada.ca/en/public-health/services/diseases/2019-novel-coronavirusinfection.html>). The Company encourages its shareholders not to attend the Meeting in person, particularly if they are experiencing any of the described COVID-19 symptoms of fever, cough or difficulty breathing. Access to the Meeting will, subject to the Company's by-laws, be limited to essential personnel and registered shareholders and proxyholders entitled to attend and vote at the Meeting. The Company may take additional precautionary measures in relation to the Meeting in response to further developments with the COVID-19 outbreak. 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 include holding the Meeting entirely by electronic means, telephone or other communication facilities. Please monitor our website at www.northarrowminerals.com for updated information. If you are planning to attend the Meeting, please check the website one week prior to the meeting date. As always, the Company encourages its shareholders to vote their shares prior to the Meeting. No management presentation will be made at the Meeting.

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

Please complete, sign and date the enclosed form of proxy and return it within the time and to the location set out in the form of proxy accompanying this notice.

DATED this 14th day of November, 2022.

BY ORDER OF THE BOARD

"K.A. Armstrong"

Kenneth A. Armstrong
President & Chief Executive Officer