

GREATBANKS RESOURCES LTD.
Suite 400-837 West Hastings Street,
Vancouver, BC V6C 3N6 Telephone: 604-283-1722

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING

TO THE SHAREHOLDERS:

NOTICE IS HEREBY GIVEN that the annual general meeting (the “Meeting”) of Greatbanks Resources Ltd. (the “Company”) will be held at Suite 704, 595 Howe Street, Vancouver, British Columbia on Wednesday August 14, 2019, at 10:00 am (Vancouver time) for the following purposes:

1. to receive the audited financial statements of the Company for the financial years ended July 30, 2018 and 2017, and the accompanying report of the auditors.
2. to set the number of directors of the Company for the ensuing year at three persons;
3. to elect Sergei Stetsenko, Andri Stytsenko and Oksana Gumenyuk as directors of the Company for the ensuing year;
4. to appoint Dale Matheson Carr-Hilton Labonte, LLP as the auditors of the Company until the next annual general meeting of the Company and to authorize the directors of the Company to fix the remuneration to be paid to the auditors;
5. to consider, and if deemed advisable, approve a resolution ratifying and approving the Company’s 10% “rolling” Stock Option Plan as described in the Information Circular;
6. to consider, and if deemed advisable, a resolution of disinterested shareholders ratifying and approving the insider’s participation in the private placement offering as described in the Information Circular; and
7. to transact such other business as may be properly brought before the Meeting or any adjournment thereof.

The accompanying Information Circular provides additional information relating to the matters to be dealt with at the Meeting and is supplemental to, and expressly made a part of, this Notice of Meeting.

The Company’s Board of Directors has fixed June 18, 2019 as the record date for the determination of shareholders entitled to notice of and to vote at the Meeting and at any adjournment or postponement thereof. Each registered shareholder at the close of business on that date is entitled to such notice and to vote at the Meeting in the circumstances set out in the accompanying Information Circular.

If you are a registered shareholder of the Company and unable to attend the Meeting in person, please complete, date and sign the accompanying form of proxy and deposit it with the Company’s transfer agent, Computershare Investor Services Inc. 100 University Ave., 8th Floor, North Tower, Toronto, Ontario M5J 2Y1 Canada by mail or fax, no later than no later than forty eight (48) hours (excluding Saturdays, Sundays and holidays) prior to the time of the Meeting, or adjournment thereof.

If you are a non-registered shareholder of the Company, please complete and return the materials in accordance with the instructions set forth in the accompanying Information Circular.

DATED at Vancouver, British Columbia, this 18th day of July, 2019.

**By Order of the Board of
GREATBANKS RESOURCES LTD.**

“Sergei Stetsenko”

**Sergei Stetsenko
Chief Executive Officer and Director**