

SOFTROCK MINERALS LTD.

NOTICE OF MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that a special meeting (the "**Meeting**") of the holders (the "**Shareholders**") of common shares ("**Common Shares**") of Softrock Minerals Ltd. (the "**Corporation**", "**we**" or "**our**") will be held at 2400 – 525 8th Avenue SW, Calgary, Alberta T2P 1G1 on Thursday, September 8, 2022 at 8:00 am (Calgary time) for the following matters:

1. to consider and, if thought fit, pass, with or without variation, the ordinary resolution, as more particularly set forth in the accompanying management information circular (the "**Information Circular**"), approving the "Change of Management" as such term is defined in the TSX Venture Exchange Corporate Finance Manual (the "**Change of Management Resolution**");
2. if the Change of Management Resolution is approved, to consider and, if thought fit, pass, with or without variation, the special resolution, as more particularly set forth in the Information Circular, authorizing the amendment of the Corporation's articles to change the name of the Corporation to "Criterium Energy Ltd." or such other name as the Board of Directors of the Corporation may determine;
3. if the Change of Management Resolution is approved, to consider and, if thought fit, pass, with or without variation, the ordinary resolution, as more particularly set forth in the Information Circular, to repeal the by-laws of the Corporation and adopt new by-laws of the Corporation;
4. if the Change of Management Resolution is approved, to consider and, if thought fit, pass, with or without variation, the ordinary resolution, as more particularly set forth in the Information Circular, to approve the Corporation's amended and restated stock option plan;
5. if the Change of Management Resolution is approved, to consider and, if thought fit, pass, with or without variation, the ordinary resolution, as more particularly set forth in the Information Circular, to approve the Corporation's new share award incentive plan; and
6. to transact such other business as may be properly brought before the Meeting or any adjournment or postponement thereof.

Shareholders should refer to the Information Circular for more information with respect to the matters to be considered at the Meeting.

The Corporation intends to hold the Meeting in person. However, we are very much aware of the evolving public health concerns and requirements respecting the COVID-19 pandemic and we encourage Shareholders to consider voting their Common Shares via proxy rather than attending the Meeting in person. The Corporation will be required to comply with applicable public health guidelines which at that time may prohibit or impose restrictions on in person attendance. If you are a registered Shareholder or proxyholder and are planning to attend the Meeting, please check our website (www.softrockminerals.com) one week prior to the date of the Meeting for any relevant updates.

Only Shareholders at the close of business on August 5, 2022 (the "**Record Date**") are entitled to notice of and to vote at the Meeting or any adjournment or postponement thereof, except to the extent that: (i) a registered Shareholder has transferred the ownership of any Common Shares subsequent to the Record Date; and (ii) the transferee of those Common Shares produces properly endorsed share certificates, or otherwise establishes that the transferee owns the Common Shares and demands, not later than 10 days before the Meeting, that the transferee's name be included on the Shareholder list before the Meeting, in which case, the transferee shall be entitled to vote such Common Shares at the Meeting.

Shareholders may vote in person at the Meeting or any adjournment or postponement thereof, or they may appoint another person (who need not be a Shareholder) as their proxy to attend and vote in their place.

If you are a registered Shareholder and are unable to attend the Meeting or any adjournment or postponement thereof in person, please complete, sign and mail the enclosed form of proxy to, or deposit it with, Computershare Trust Company of Canada, Proxy Dept., 100 University Avenue, 8th Floor, Toronto, Ontario, M5J 2Y1, or by facsimile at 1-866-249-7775, so that it is received no later than 48 hours (excluding Saturdays, Sundays and holidays) prior to the time of the Meeting or any adjournment or postponement thereof. Registered Shareholders may also use the internet site at www.investorvote.com to transmit their voting instructions or vote by phone at 1-866-732-VOTE (8683) (toll free within North America), or 1-312-588-4290 (outside North America).

Non-registered or beneficial Shareholders who do not hold Common Shares in their own name but rather through a broker, financial institution, trustee, nominee or other intermediary must complete and return the voting instruction form provided to them or follow the telephone or internet-based voting procedures described therein in advance of the deadline set forth in the voting instruction form in order to have such Common Shares voted at the Meeting on their behalf. See "Advice to Beneficial Shareholders" in the Information Circular.

BY ORDER OF THE BOARD OF DIRECTORS

(signed) "*Stuart B. McDowall*"
President and Chief Executive Officer