



## JOURDAN RESOURCES INC. NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

You are invited to our 2020 annual and special meeting (the “**Meeting**”) of common shareholders of Jourdan Resources Inc. (the “**Corporation**”).

**When:** Thursday, December 10, 2020 at 10:00 a.m. (Toronto time)

**Where:** 65 Queen Street West, 9<sup>th</sup> floor, Toronto, Ontario M5H 2M5

**AS A RESULT OF THE GOVERNMENTAL PROHIBITION AGAINST GROUP GATHERINGS AND TO HELP REDUCE THE SPREAD OF COVID-19, ONLY REGISTERED SHAREHOLDERS AND/OR THEIR APPOINTEES MAY ATTEND THE MEETING IN PERSON. IN ADDITION, WE STRONGLY ENCOURAGE ALL SHAREHOLDERS TO NOT ATTEND THE MEETING IN PERSON AND TO VOTE THEIR SHARES BY COMPLETING AND RETURNING THE ENCLOSED FORM OF PROXY, AS DESCRIBED BELOW.**

You may also participate in the meeting by virtual attendance. Please visit the following link for instructions and registration details: <https://bit.ly/34ZdpRv>.

**YOU WILL NOT BE ABLE TO VOTE YOUR SHARES AT THE MEETING IF YOU PARTICIPATE SOLELY BY VIRTUAL ATTENDANCE. SHAREHOLDERS THAT WISH TO PARTICIPATE VIRTUALLY MUST VOTE THEIR SHARES BY COMPLETING AND RETURNING THE ENCLOSED FORM OF PROXY BY 10:00 A.M. ET ON DECEMBER 8, 2020, AS DESCRIBED BELOW.**

The purpose of the Meeting is as follows:

1. **Financial Statements.** Receive and consider the audited financial statements as at and for the fiscal year ended December 31, 2019, together with the report of the auditor thereon.
2. **Auditor Appointment.** Appoint McGovern Hurley LLP as auditor of the Corporation.
3. **Stock Option Plan.** Consider and, if thought advisable, approve the Corporation’s rolling stock option plan.
4. **Elect Directors.** Consider and elect the directors for the ensuing year.
5. **By-law No. 1.** Consider and, if thought advisable, pass, with or without variation, an ordinary resolution, the full text of which is set forth in the accompanying management information circular (the “**Circular**”), confirming the repeal of the old by-laws of the Corporation and confirming the new by-law no. 1 of the Corporation, the full text of which is set forth in Schedule “C” to the Circular.
6. **Other Business.** Consider other business as may properly come before the Meeting or any postponement(s) or adjournment(s) thereof.

This notice is accompanied by (i) a form of proxy, (ii) the Circular, and (iii) the audited consolidated financial statements of the Corporation as at and for the fiscal year ended December 31, 2019 and related management’s discussion and analysis of financial condition.

You may vote your shares by proxy if you are unable to attend the Meeting. Please review the enclosed Circular and date, sign and return the enclosed form of proxy to the Corporation's transfer agent by 10:00 a.m. (Toronto time) on Tuesday, December 8, 2020.

In the event of a postal disruption as a result of a Canada Post labour disruption or other cause, please see "*Voting – Appointment and Revocation of Proxies*" and "*Voting of Proxies – Non-Registered Shareholders*" in the Circular for information on how to obtain and submit a form of proxy or voting information form, as applicable.

The directors of the Corporation have fixed the close of business on November 9, 2020 as the record date, being the date for the determination of the registered holders entitled to notice and to vote at the Meeting and any postponement(s) or adjournments(s) thereof.

DATED at Toronto, Ontario as of the 11<sup>th</sup> day of November, 2020.

BY ORDER OF THE BOARD OF DIRECTORS

*"Dr. Andreas Rompel"*

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President and Chief Executive Officer