



**STAMPER**

**oil & gas**

**NOTICE**

**and**

**INFORMATION CIRCULAR**

**for the**

**ANNUAL GENERAL MEETING**

**of**

**STAMPER OIL & GAS CORP.**

**to be held on**

**November 18, 2025**

## STAMPER OIL & GAS CORP.

### NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting (the “**Meeting**”) of the shareholders (the “**Shareholders**”) of **Stamper Oil & Gas Corp.** (the “**Company**”) will be held on Tuesday, November 18, 2025 at Suite 1890 – 1075 West Georgia Street, Vancouver, BC V6C 3E9, Canada, at the hour of 10:00 a.m. (PT), virtually via the Zoom platform (please refer to the bottom of page 3 for Zoom login details) for the following purposes:

1. To receive the audited annual financial statements of the Company for the fiscal year ended June 30, 2025.
2. To set the number of directors of the Company at five (5).
3. To elect the directors of the Company for the ensuing year.
4. To appoint the Company’s auditor for the ensuing year.
5. To consider, and if thought fit, to pass an ordinary resolution to ratify and re-approve the Company’s Stock Option Plan, as described in the accompanying Information Circular.
6. To consider, and if thought fit, to pass an ordinary resolution to ratify and re-approve the Company’s Restricted Share Unit Plan, as described in the accompanying Information Circular.
7. To transact such further or other business as may properly come before the Meeting and any adjournment or postponement thereof.

No other matters are contemplated for consideration at the Meeting, however any permitted amendment to or variation of any matter identified in this Notice of Meeting may properly be considered at the Meeting. The Meeting may also consider the transaction of such other business as may properly come before the Meeting or any adjournment thereof.

The Company’s board of directors (the “**Board**”) has fixed September 29, 2025 as the record date for the determination of Shareholders entitled to receive 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 receive such notice and to vote at the Meeting in the circumstances set out in the accompanying Information Circular.

The Company has elected to use the notice-and-access provisions under National Instrument 54-101 and National Instrument 51-102 (the “**Notice-and-Access Provisions**”) for the Meeting. The Notice-and-Access Provisions are a set of rules developed by the Canadian Securities Administrators that reduce the volume of materials that must be physically mailed to Shareholders by allowing the Company to post the Information Circular, the Company’s 2025 audited financial statements and the related management’s discussion and analysis, and any additional materials (collectively, the “**Meeting Materials**”) online. Shareholders will still receive this Notice of Meeting, a form of proxy and request for financial information form and may choose to receive a paper copy of the Meeting Materials.

The Company will not use the procedure known as ‘stratification’ in relation to the use of Notice-and-Access Provisions. Stratification occurs when a reporting issuer using the Notice-and-Access Provisions provides a paper copy of the Information Circular to some shareholders with this notice package. In relation to the Meeting, all Shareholders will receive the required documentation under the Notice-and-Access Provisions, which will not include a paper copy of the Meeting Materials.

PLEASE REVIEW THE INFORMATION CIRCULAR CAREFULLY IN FULL PRIOR TO VOTING IN RELATION TO THE RESOLUTIONS BEING PRESENTED, AS THE INFORMATION CIRCULAR HAS BEEN PREPARED TO HELP YOU MAKE AN INFORMED DECISION ON THE MATTERS. THE INFORMATION CIRCULAR IS AVAILABLE AT [HTTPS://WWW.STAMPERNAMIBIA.COM](https://www.stampernamibia.com) AND UNDER THE COMPANY’S PROFILE ON SEDAR+ AT [WWW.SEDARPLUS.CA](http://www.sedarplus.ca). ANY SHAREHOLDER WHO WISHES TO RECEIVE A PAPER COPY ON THE MEETING MATERIALS (INCLUDING THE INFORMATION CIRCULAR) SHOULD CONTACT THE

COMPANY AT SUITE 1890, 1075 WEST GEORGIA STREET, VANCOUVER, BC, V6E 3C9, BY FAX AT 604-687-3141, BY TELEPHONE TOLL FREE AT 1-888-787-0888 OR BY EMAIL AT [GRAYSON@STAMPERNAMIBIA.COM](mailto:GRAYSON@STAMPERNAMIBIA.COM). SHAREHOLDERS MAY ALSO USE THE TOLL-FREE NUMBER NOTED ABOVE TO OBTAIN ADDITIONAL INFORMATION ABOUT THE NOTICE-AND-ACCESS PROVISIONS

If you are a registered Shareholder of the Company and are 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, Endeavor Trust Corporation, located at: 702 – 777 Hornby Street, Vancouver, British Columbia, V6Z 1S4, no later than 10:00 a.m. (PT) on November 14, 2025 or at least 48 hours (excluding Saturdays, Sundays and holidays recognized in the Province of British Columbia) before the time and date of any adjournment or postponement of the Meeting.

If you are a non-registered Shareholder and received this notice (“**Notice**”) of Meeting and accompanying materials through a broker, a financial institution, a participant, a trustee or administrator of a self-administered retirement savings plan, retirement income fund, education savings plan or other similar self-administered savings or investment plan registered under the Income Tax Act (Canada), or a nominee of any of the foregoing that holds your securities on your behalf (the “**Intermediary**”), please complete and return the materials in accordance with the instructions provided to you by your Intermediary.

**As always, the Company encourages shareholders to vote prior to the Meeting. Shareholders are encouraged to vote on the matters before the Meeting by proxy and to join the Meeting in person.**

DATED at Vancouver, British Columbia, this 29<sup>th</sup> day of September, 2025.

BY ORDER OF THE BOARD

***“Grayson M. Andersen”***

Grayson M. Andersen  
Chief Executive Officer

### **ZOOM MEETING LOGIN INSTRUCTIONS**

Topic: Stamper Oil & Gas Corp. - 2025 Annual General Meeting

Time: Nov 18, 2025 10:00 AM Pacific Time (US and Canada)

Join Zoom Meeting

<https://us06web.zoom.us/j/83087203841?pwd=WzgBLPc5yY7CSXgzc8QYf7iz1HnLrA.1>

Meeting ID: 830 8720 3841

Passcode: 719814

---

One tap mobile

+13017158592,,83087203841#,,,,\*719814# US (Washington DC)

+13052241968,,83087203841#,,,,\*719814# US

Join instructions

[https://us06web.zoom.us/join/83087203841/invitations?signature=eZ-r6LM3a-u8H9\\_IDsfh3TV\\_2Oe7yzXCDMB5KpSAGCE](https://us06web.zoom.us/join/83087203841/invitations?signature=eZ-r6LM3a-u8H9_IDsfh3TV_2Oe7yzXCDMB5KpSAGCE)