

**GFM RESOURCES LIMITED**  
Suite 2000 – 1066 West Hastings Street  
Vancouver, BC V6E 3X2 CANADA  
Telephone: (+1) 604-925-2839

**NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS**

**TAKE NOTICE** that the annual general meeting (the “Meeting”) of Shareholders of **GFM RESOURCES LIMITED** (the “Corporation”) will be held at Suite 2000, 1066 West Hastings Street, Vancouver, British Columbia, on Wednesday, September 20, 2017 at 10:00 a.m., local time, for the following purposes:

1. To receive the consolidated financial statements of the Corporation for its fiscal period ended December 31, 2016, the report of the auditor and related management discussion and analysis;
2. To set the number of directors at five;
3. To elect directors of the Corporation for the ensuing year;
4. To appoint an auditor of the Corporation for the ensuing year and authorize the directors to fix the auditor’s remuneration;
5. To ratify and confirm the continuation of the Corporation’s share option plan; and
6. To transact such other business as may properly come before the Meeting or any adjournment thereof.

A Management Proxy Circular accompanies this Notice. A copy of the consolidated financial statements, report of the auditor and related management’s discussion and analysis for the year ended December 31, 2016 are available on SEDAR. Please see “*Additional Information*” on page 16 of the Management Proxy Circular for information on how to view the financial documents. The Management Proxy Circular contains details of matters to be considered at the Meeting. No other matters are contemplated, however, any permitted amendment to or variation of any matter identified in this Notice 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.

**Shareholders who are unable to attend the Meeting in person and who wish to ensure that their shares will be voted at the Meeting are requested to complete, date and sign the enclosed form of proxy, or complete another suitable form of proxy, and deliver it in accordance with the instructions set out in the form of proxy and in the Management Proxy Circular.**

**Non-registered shareholders who plan to attend the Meeting must follow the instructions set out in the form of proxy or voting instruction form and in the Management Proxy Circular to ensure that their shares will be voted at the Meeting. If you hold your shares in a brokerage account you are a non-registered shareholder.**

**DATED** at Vancouver, British Columbia, August 15, 2017.

**BY ORDER OF THE BOARD**

*“José Antonio Rivero-González”*

**José Antonio Rivero-González**  
**President and Chief Executive Officer**