

GFM RESOURCES LIMITED
Suite 1100 – 1111 Melville Street
Vancouver, BC, V6E 3V6, 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 1100, 1111 Melville Street, Vancouver, British Columbia, on Monday, June 20, 2022 at 10:00 a.m. (Pacific Time).

While the COVID-19 global health restrictions have been lifted at the time of preparing this Notice of Meeting, due to the uncertainty in the near term, the Corporation is providing an additional Virtual Participation Option for the Meeting. The Corporation is offering Shareholders the option to listen and participate (but not vote) at the Meeting in real time by conference call at the following coordinates:

Teleconference Numbers:

Vancouver:	604 688 2602
Canada/USA Toll Free:	1 833 353 8610
Mexico Toll Free:	800 514 0357
ACCESS CODE:	8473253

*We reserve the right to take any additional precautionary measures we deem appropriate in relation to the Meeting in response to further developments in respect of the COVID-19 pandemic. Should any changes to the Meeting format occur, the Corporation will announce any and all changes by way of news release, which will be filed under the Corporation’s profile at www.sedar.com. We strongly recommend you check the Corporation’s website <http://gfm-resources.com/> prior to the Meeting for the most current information. In the event of any changes to the Meeting format due to the COVID-19 pandemic, the Corporation will **NOT** prepare or mail amended Meeting materials.*

As of the date of this Notice, we intend to hold the Meeting in physical face-to-face format and include teleconferencing so shareholders can listen to the Meeting in real time. Details for the teleconferencing will be made available on the Corporation’s website prior to the Meeting.

*Shareholders who intend to attend the Meeting via teleconference must **submit their votes by Proxy ahead of the proxy deadline of 10:00 a.m. Pacific Time on June 16, 2022.** Attendance by teleconference allows Shareholders to listen to, but not to vote at the Meeting.*

Purposes of the Meeting

The Meeting is to be held for the following purposes:

1. To receive the consolidated financial statements of the Corporation for its financial years ended December 31, 2021 and 2020, the report of the auditor thereon and the related management discussion and analysis;
2. To set the number of directors at four;
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 determine the auditor’s remuneration; and
5. To ratify and confirm the Corporation’s share option plan for continuation.

A Management Proxy Circular accompanies this Notice. 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.

Copies of the consolidated financial statements, report of the auditor thereon and related management discussion and analysis for the year ended December 31, 2021 were filed on SEDAR on March 17, 2022 and are available under the Corporation's SEDAR profile at www.sedar.com.

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.

Beneficial (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, as at May 11, 2022.

BY ORDER OF THE BOARD

/s/ "Estepan Rivero González"

**Estepan Rivero González
President and Chief Executive Officer**