



66 Brousseau Avenue, Suite 207  
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## NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING

Take notice that the 2018 Annual General and Special Meeting (the “**Meeting**”) of shareholders of Melkior Resources Inc. (the “**Corporation**”) will be held at Suite 1680, 200 Burrard Street, Vancouver, British Columbia, V6C 3L6, on January 24, 2018, at 9:00 am (Pacific Standard Time), for the following purposes:

1. To present to shareholders the financial statements of the Corporation for the year ended August 31, 2017, as well as the auditors’ report;
2. To elect the directors of the Corporation for the ensuing year;
3. To appoint the auditors of the Corporation and to authorize the Board of Directors to establish the auditors’ remuneration;
4. To consider and if thought fit, pass a special resolution approving the continuation of the Corporation into British Columbia, as more particularly described in the Corporation’s management information circular dated December 21, 2017 accompanying this Notice of Meeting (the “**Information Circular**”); and
5. To transact such other business that may properly come before the Meeting.

This Notice is accompanied by the Information Circular and either a form of proxy for registered shareholders or a voting instruction form for beneficial shareholders. Shareholders are requested to read the Information Circular and, if unable to attend the Meeting in person, complete, date, sign and return the proxy or voting instruction form, as applicable, so that as large a representation as possible may be had at the Meeting.

The Board of Directors of the Corporation has fixed the close of business on December 20, 2017, as the record date, being the date for the determination of the registered holders of common shares entitled to receive notice of, and to vote at, the Meeting and any adjournment thereof. The Board of Directors has also fixed 9:00 a.m. (Pacific time) on January 22, 2018, or no later than 48 hours before the time of any adjourned Meeting (excluding Saturdays, Sundays and holidays), as the time before which proxies to be used or acted upon at the Meeting or any adjournment thereof shall be deposited with the Corporation’s registrar and transfer agent, Computershare Trust Company of Canada.

**If a shareholder wishes to dissent to the Continuation of the Corporation into British Columbia, such shareholder must exercise his/her/its dissent rights in accordance with the specific and detailed requirements of section 190 of the CBCA.**

DATED at Timmins, Ontario, as of the 21<sup>st</sup> day of December, 2017.

**MELKIOR RESOURCES INC.**

By: “*Keith James Deluce*”

**Keith James Deluce, Chief Executive Officer**