



NOTICE AND ACCESS NOTIFICATION

ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS OF

MELKIOR RESOURCES INC.

TO BE HELD ON THURSDAY, MARCH 27, 2025

NOTICE IS GIVEN to the shareholders of Melkior Resources Inc. (the “**Company**”) under the notice-and-access provisions for the delivery of meeting materials in respect of its annual general and special meeting of shareholders to be held on Thursday, March 27, 2025 at 11:00am Toronto time (the “**Meeting**”). Under notice-and-access, instead of receiving printed copies of the Company’s information circular (the “**Information Circular**”) and, if requested, the audited consolidated financial statements for the year ended August 31, 2024 and management’s discussion and analysis thereon, the Company is providing shareholders this notice with information on how they may access the Meeting materials electronically. However, together with this notification, shareholders continue to receive a proxy or voting instruction form, as applicable, enabling them to vote at the Meeting. The use of this alternative means of delivery will help reduce paper use, printing and mailing costs.

MEETING DATE, TIME AND LOCATION

WHEN: Thursday, March 27, 2025 at 11:00 a.m. (Toronto time)

WHERE: 82 Richmond Street East, Suite 408, Toronto, Ontario

MATTERS TO BE CONSIDERED AND/OR VOTED UPON AT THE MEETING

- **Financial Statements:** Although no vote is required, shareholders will receive and consider the Company’s audited consolidated financial statements for the years ended August 31, 2024 and the auditor’s report thereon.
- **Number of Directors:** Shareholders will be asked to fix the number of directors to be elected at the Meeting at three (3). Information respecting the number of directors may be found in the “**Particulars of Matters to be Acted on – Election of Directors**” section of the Information Circular.
- **Election of Directors:** Shareholders will be asked to elect directors for the ensuing year. Information respecting the election of directors may be found in the “**Particulars of Matters to be Acted on – Election of Directors**” section of the Information Circular.
- **Appointment of Auditors:** Shareholders will be asked to appoint DNTW Toronto LLP, Chartered Professional Accountants as the Company’s auditor for the ensuing year and authorize the directors to fix their remuneration. Information respecting the appointment of DNTW Toronto LLP, Chartered

Professional Accountants may be found in the “**Particulars of Matters to be Acted on - Appointment of Auditors**” section of the Information Circular.

- **Omnibus Equity Incentive Plan:** Shareholders will be asked to approve and adopt, by ordinary resolution, the Omnibus Equity Incentive Plan. Information respecting the election of directors may be found in the “**Particulars of Matters to be Acted on – Approval of Omnibus Equity Incentive Plan**” section of the Information Circular.
- **Control Person:** Shareholders will be asked to approve by ordinary resolution of disinterested shareholders, a possible control position of Keith James Deluce, as required by the policies of the TSX Venture Exchange. Information respecting the election of directors may be found in the “**Particulars of Matters to be Acted on – Shareholder Approval for creation of new Control Person**” section of the Information Circular.
- **Other Business:** Shareholders may be asked to consider other items of business that may be properly brought before the meeting. Information respecting the use of discretionary authority to vote on any such other business may be found in the Information Circular.

Shareholders are reminded to view the meeting materials, including the Information Circular, prior to completing the proxy or voting instruction form.

WEBSITES WHERE MEETING MATERIALS ARE POSTED:

Meeting materials can be viewed online under the Company’s SEDAR profile at www.sedarplus.ca and also at <https://marrellitrust.ca/2025/02/25/mlk/>

HOW TO OBTAIN COPIES OF THE MEETING MATERIALS

Shareholders may request that paper copies of the Meeting materials be sent to them by postal delivery at no cost to them. Requests for paper copies of the Meeting materials should be received by the Company no later than on Tuesday March 4, 2025, being 21 days in advance of the proxy deposit date and time set out in the accompanying proxy or voting instruction form, in order to receive the Meeting materials in advance of the proxy deposit date and Meeting date. Shareholders who wish to receive paper copies of the Meeting materials may request copies by calling the Marrelli Trust at 416.361.0737 or by email at info@marrellitrust.ca.

VOTING

PLEASE NOTE – YOU CANNOT VOTE BY RETURNING THIS NOTICE.

To vote your securities you must vote via telephone or online as noted in Voting Instruction form / Proxy or by mailing the enclosed Voting Instruction Form / Proxy for receipt before Tuesday, March 25, 2025 at 11:00am (Toronto time) using the enclosed Business Reply Envelope, in order for your Voting Instruction Form / Proxy to be valid and acted upon at the Meeting.

Shareholders with questions about the notice-and-access provisions may contact the Marrelli Trus by telephone 416.361.0737 or by email at info@marrellitrust.ca.