



66 Brousseau Avenue, Suite 207  
Timmins, Ontario  
P4N 5Y2

### **NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS**

**NOTICE IS GIVEN** that the Annual General and Special Meeting of Shareholders (the “**Meeting**”) of Melkior Resources Inc. (the “**Company**”) will be held at 82 Richmond Street East, Suite 408, Toronto, Ontario on March 27, 2025 at 11:00am (Toronto time) for the following purposes:

1. to receive the Company’s audited financial statements for the financial year ended August 31, 2024 and the auditor’s report thereon;
2. to fix the number of directors for the ensuing year at three and to elect directors for the ensuing year;
3. to appoint DNTW Toronto LLP, Chartered Professional Accountants, as the Company’s auditor for the ensuing fiscal year and to authorize the directors to set the auditor’s remuneration;
4. to approve and adopt, by ordinary resolution, the Omnibus Equity Incentive Plan, as more particularly described in the accompanying Information Circular;
5. 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, as more particularly set out in the accompanying Information Circular; and
6. to transact such other business as may properly be brought before the Meeting or any adjournment thereof,

all as more particularly set out in the attached Information Circular. The form of proxy accompanies this Notice. The Information Circular provides additional information relating to the matters to be dealt with at the Meeting and is deemed to form part of this Notice.

**The Company has opted to use the notice-and-access rules developed by Canadian Securities Administrators to reduce the volume of paper in the materials distributed for the Meeting. Instead of receiving the Circular with the form of proxy or voting instruction form, Shareholders received a notice-and-access notification with instructions for accessing the remaining Meeting materials online. The Circular and other relevant materials are available via the internet at <https://marrellitrust.ca/2025/02/25/mlk/> or on the Company’s SEDAR+ profile at [www.sedarplus.ca](http://www.sedarplus.ca).**

The Directors have fixed the close of business on February 10, 2025 as the record date for determination of shareholders entitled to notice of and the right to vote at the Meeting either in person or by proxy. A shareholder who is unable to attend the Meeting in person and who wishes to ensure that their shares will be voted at the Meeting, is requested to complete, date and execute the enclosed form of Proxy and deliver it to the Company’s transfer agent: Marrelli Trust Company Limited, The Canadian Venture Building, 82 Richmond Street East, Toronto, ON M5C 1P1, fax (416) 360-7812, by fax, hand, e-mail or by mail in accordance with the instructions set out in the form of Proxy and Information Circular.

DATED at Timmins, Ontario, as of the 10<sup>th</sup> day of February, 2025.

**MELKIOR RESOURCES INC.**

By: "*Jonathon Deluce*"

Jonathon Deluce, Chief Executive Officer