

STARREX INTERNATIONAL LTD.

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

TAKE NOTICE that the Annual and Special Meeting (the “**Meeting**”) of the shareholders (“**Shareholders**”) of **STARREX INTERNATIONAL LTD.** (the “**Corporation**”) will be held on November 3, 2022, at 10:00 a.m. (Mountain time) to be held in person at the office of TingleMerrett LLP, 1250 – 639 – 5 Avenue, SW, Calgary, Alberta, Canada T2P 0M9. Shareholders are urged to attend the Meeting for the following purposes:

- (a) to receive the audited financial statements of the Corporation as at and for the year ended December 31, 2021;
- (b) to appoint McGovern Hurley LLP as the auditors of the Corporation for the ensuing year and to authorize the directors to determine the remuneration to be paid to the auditors;
- (c) to elect Matthew D. Hill, P. Garrett Clayton, Charles Burns and Scott Reeves as directors of the Corporation;
- (d) to consider and, if deemed advisable, to pass an ordinary resolution, the full text of which is set forth in the accompanying Management Information Circular (the “**Circular**”), re-approving the stock option plan of the Corporation;
- (e) to consider, and if deemed advisable, to pass, with or without variation, a special resolution, the full text of which is set forth in Schedule B to the accompanying Circular, to approve, the sale of substantially all of the assets of the Corporation (the “**Asset Sale Resolution**”), all as more particularly described in the Circular, and
- (f) to transact such further business as may properly come before the Meeting or any adjournment thereof. Information relating to matters to be acted upon by the Shareholders at the Meeting is set forth in the accompanying Circular.

The Corporation intends to hold the Meeting in person only. The Corporation reserves the right to take any additional precautionary measures it deems appropriate in relation to the Meeting in response to further developments in respect of the COVID-19 outbreak.

Shareholders are required to complete, sign and date the form of proxy or follow online voting instructions set out herein. An Instrument of Proxy will not be valid unless it is deposited at the offices of the Corporation's registrar and transfer agent, Odyssey Trust Company, by mail at Trader's Bank Building, 702 67 Yonge St., Toronto, ON. M5E 1J8, by fax at 1-800-517-4553 or by internet at <https://login.odysseytrust.com/pxlogin> using your 12 digit control number (located on the Form of Proxy accompanying this Circular), in the enclosed self-addressed envelope, not less than 48 hours (excluding Saturdays, Sundays and statutory holidays) before the time of the Meeting, or any adjournment thereof. A person appointed as proxy holder need not be a Shareholder of the Corporation.

Only Shareholders of record as at the close of business on October 4, 2022 (the “**Record Date**”) are entitled to receive notice of the Meeting.

SHAREHOLDERS ARE CAUTIONED THAT THE USE OF THE MAIL TO TRANSMIT PROXIES IS AT EACH SHAREHOLDER'S RISK.

DATED: October 4, 2022

BY ORDER OF THE BOARD OF DIRECTORS

“Matthew Hill”

Matthew D. Hill
President, CEO, Chairman of the Board and Director