

GLR RESOURCES INC.

4 Al Wende Avenue, Box 546
Kirkland Lake, Ontario P2N 3J5

NOTICE OF SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that a special meeting of the shareholders (the “**Meeting**”) of GLR Resources Inc. (the “**Company**”) will be held at 4 Al Wende Avenue, Kirkland Lake, Ontario on Thursday, the 17th day of March, 2011, at 11:00 a.m. (Eastern Standard time) for the following purposes:

1. to consider and, if thought advisable, to authorize by means of a special resolution, with or without variation, an amendment to the articles of the Company to consolidate the issued and outstanding common shares of the Company on a one for four basis (the “**Share Consolidation**”);
2. to consider and, if thought advisable, to authorize by means of a special resolution, with or without variation, an amendment to the articles of the Company to change the name of the Company from “GLR Resources Inc.” to “Mistango River Resources Inc.” (the “**Name Change**”); and
3. to transact such further or other business as may properly come before the Meeting or any adjournment or adjournments thereof.

The specific details of the Share Consolidation and the Name Change are set forth in the accompanying management information circular dated February 15, 2011 (the “**Circular**”).

This notice and the accompanying Circular dated February 15, 2011 have been sent to each director of the Company, each shareholder of the Company whose proxy has been solicited and the auditors of the Company.

The record date for the determination of shareholders entitled to receive notice of and to vote at the Meeting (the “**Record Date**”) is at the close of business on February 15, 2011. Shareholders whose names have been entered in the register of shareholders at the close of business on the Record Date will be entitled to receive notice of and to vote at the Meeting.

A shareholder may attend the Meeting in person or may be represented by proxy. Shareholders who are unable to attend the Meeting, or any adjournment thereof, in person are requested to date, sign and return the accompanying form of proxy for use at the Meeting or any adjournment thereof. To be effective, the enclosed proxy must be delivered by facsimile to (416) 595-9593 or mailed so as to reach or be deposited with the Secretary of the Company, c/o Equity Financial Trust Company, 200 University Ave, Suite 400, Toronto, Ontario, Canada M5H 4H1, not later than forty-eight (48) hours (excluding Saturdays, Sundays and statutory holidays in the Province of Ontario) prior to the time set for the Meeting or any adjournment thereof, or delivering it to the Chairman of the Meeting on the day of the Meeting or any adjournment or adjournments thereof prior to the time of voting.

The persons named in the enclosed form of proxy are directors or officers of the Company. Each shareholder of the Company has the right to appoint a proxyholder other than such persons, who need not be a shareholder, to attend and to act for such shareholder and on such shareholder’s

behalf at the Meeting. To exercise such right, the names of the nominees of management should be crossed out and the name of the shareholder's appointee should be legibly printed in the blank space provided.

In the event of a strike, lockout or other work stoppage involving postal employees, all documents required to be delivered by a shareholder should be delivered by facsimile to **Equity Financial Trust Company at (416) 595-9593.**

DATED at Kirkland Lake, Ontario as of the 15th day of February, 2011.

BY ORDER OF THE BOARD

(signed) "Diane McKean"

Diane McKean

Corporate Secretary