

MISTANGO RIVER RESOURCES INC.

1805 – 55 University Avenue,
Toronto, ON M5J 2H7

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the Annual General and Special Meeting (the "**Meeting**") of the shareholders of Mistango River Resources Inc. (the "**Company**") will be held at Suite 1805, 55 University Avenue, Toronto, Ontario, on Friday, June 25, 2021, at 10:00 a.m. (Eastern Time), for the following purposes:

1. to receive and consider the financial statements of the Company, together with the auditor's report thereon, for the financial year ended December 31, 2020;
2. to fix the number of directors at four (4);
3. to elect directors for the ensuing year;
4. to appoint the auditor for the ensuing year;
5. to consider and, if thought fit, to pass an ordinary resolution approving and ratifying the Company's stock option plan, subject to regulatory approval, as more fully set forth in the information circular accompanying this notice;
6. to consider and, if thought fit, to pass, with or without variation, a special resolution approving the continuance of the Company from the *Canada Business Corporations Act* to the *Business Corporations Act* (Ontario); and
7. to transact such further or other business as may properly come before the Meeting and any adjournment(s) thereof.

The specific details of the foregoing matters to be put before the Meeting are set forth in the management information circular of the Company (the "**Circular**") accompanying this notice.

This notice is accompanied by the Circular, a form of proxy and a supplemental mailing list return card.

All shareholders are entitled to attend and vote at the Meeting in person or by proxy; however, the Board of Directors (the "**Board**") is requesting that due to the current COVID-19 pandemic that all shareholders vote their shares by proxy and not attend in person. Shareholders are requested to complete, date and sign the enclosed form of proxy and to return it in the envelope provided for that purpose.

The Board has by resolution fixed the close of business on May 25, 2021 as the record date, being the date for the determination of the registered holders of common shares of the Company entitled to notice of and to vote at the Meeting and any adjournment(s) thereof.

Proxies to be used at the Meeting must be deposited with the Company, c/o the Company's transfer agent, TSX Trust Company (Attention: Proxy Department), 100 Adelaide Street West, Suite 301, Toronto, Ontario, M5H 4H1, facsimile: (416) 595-9593, no later than 10:00 a.m. (Eastern Time) on June 23 2021, or no later than 48 hours (excluding Saturdays, Sundays and statutory holidays) prior to the date on which the Meeting or any adjournment(s) thereof is held.

Non-registered shareholders who receive these materials through their broker or other intermediary are requested to follow the instructions for voting provided by their broker or intermediary, which may include the completion and delivery of a voting instruction form.

DATED at Toronto, Ontario, this 25th day of May, 2021.

BY ORDER OF THE BOARD

"Stephen Stewart"

Stephen Stewart
Chief Executive Officer