



NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

TO THE HOLDERS OF COMMON SHARES OF FIREBIRD RESOURCES INC.:

NOTICE IS HEREBY GIVEN that an annual and special meeting (the "**Meeting**") of holders ("**Firebird Shareholders**") of common shares (the "**Firebird Shares**") of Firebird Resources Inc. ("**Firebird**" or the "**Company**") will be held at the offices of Sangra Moller LLP, Suite 1000, 925 West Georgia Street, Vancouver, British Columbia on June 10, 2011 at 8:00 a.m. (Vancouver time), for the following purposes:

1. to receive and consider the consolidated financial statements of the Company for the fiscal year ended April 30, 2010, and the report of the auditor thereon;
2. to fix the number of directors of the Company at three (3);
3. to elect directors of the Company for the ensuing year;
4. to appoint an auditor for the Company for the ensuing year and to authorize the directors to fix the auditor's remuneration;
5. to consider and, if thought fit, to pass, with or without variation, an ordinary resolution to affirm, ratify and approve the Company's stock option plan;
6. pursuant to an interim order of the Supreme Court of British Columbia (the "**Court**") dated May 13, 2011 (the "**Interim Order**"), to consider and, if thought fit, pass, with or without variation, a special resolution (the "**Arrangement Resolution**") approving an arrangement (the "**Arrangement**") under Division 5 of Part 9 of the *Business Corporations Act* (British Columbia) (the "**BCBCA**") among the Company, its securityholders and GTO Resources Inc. ("**Newco**"), a wholly-owned subsidiary of the Company, the full text of which is set out at Schedule "A" to the accompanying management information circular (the "**Circular**") of the Company;
7. to consider and, if thought fit, to pass, with or without variation, an ordinary resolution to approve a stock option plan for Newco; and
8. to transact such other business as may properly come before the Meeting or at any adjournment(s) or postponement(s) thereof.

The board of directors of the Company has fixed 5:00 p.m. (Vancouver time) on April 26, 2011 as the record date for determining Firebird Shareholders who are entitled to attend and vote at the Meeting. The accompanying Circular provides additional information relating to the matters to be dealt with at the Meeting and forms part of this Notice of Annual and Special Meeting.

Accompanying this Notice of Annual and Special Meeting are the Circular and a form of proxy for use at the Meeting.

Copies of the Arrangement Resolution, the arrangement agreement dated May 12, 2011 between Firebird and Newco, which includes the Plan of Arrangement, the Interim Order and the Notice of Hearing, all as defined in the Circular, are attached to the Circular as Schedules "A", "B", "C" and "D", respectively.

Registered shareholders have the right to dissent in respect of the proposed Arrangement and to be paid the fair value of their Firebird Shares in accordance with the provisions of the Interim Order, the Final Order and the Plan of Arrangement, as such terms are defined in the Circular, Division 2 of Part 8 of the BCBCA and any further order(s) of the Court. These dissent rights are described in the accompanying Circular and a copy of Division 2 of Part 8 of the BCBCA is attached as Schedule "E" thereto. Failure to strictly comply with the requirements set forth in the Interim Order, the Final Order, the Plan of Arrangement, Division 2 of Part 8 of the BCBCA and any further order(s) of the Court may result in the loss of any right of dissent.

If you are a registered shareholder of the Company, whether or not you are able to attend the Meeting, you are requested to complete, execute and deliver the enclosed form of proxy in accordance with the instructions set forth on the form to the Company, c/o Computershare Investor Services Inc., Attn.: Proxy Department, 9th Floor, 100 University Avenue, Toronto, Ontario M5J 2Y1, not less than 48 hours (excluding Saturdays, Sundays and holidays) prior to the Meeting or any adjournment(s) or postponement(s) thereof. The time limit for the deposit of proxies may be waived by the board of directors at its discretion without notice. Registered Shareholders may also vote their proxies via telephone or the internet in accordance with the instructions set forth on the proxy.

If you are a non-registered holder of Firebird Shares and you receive these materials through your broker, custodian, nominee or other intermediary, you should follow the instructions provided by your broker, custodian, nominee or other intermediary in order to vote your Firebird Shares.

The board of directors of the Company unanimously recommends that Firebird Shareholders vote IN FAVOUR of the matters set forth in this Notice of Annual and Special Meeting. In the absence of any instructions to the contrary, the Firebird Shares represented by proxies appointing the management designees named in the accompanying form of proxy will be voted IN FAVOUR of the matters set forth in this Notice of Annual and Special Meeting.

DATED at Vancouver, British Columbia, this 26th day of April, 2011.

By order of the Board of Directors

/s/ Thomas R. Tough

Thomas R. Tough
Chairman and Director