



101A, Principale Avenue, Suite 100
Rouyn-Noranda, Québec, J9X 4P1

NOTICE OF THE ANNUAL AND SPECIAL MEETING OF THE SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the Annual and Special Meeting of the shareholders (“**Meeting**”) of Brunswick Resources Inc. (the “**Corporation**”) will be held at the offices of McMillan LLP at 1000 Sherbrooke W., Suite 2700, Montréal, Québec on February 24, 2021, at 10:00 a.m. E.T.. **In light of the ongoing public health concern related to COVID-19 and in order to comply with measures imposed by the federal and provincial governments, the Company is encouraging Shareholders and others to not attend the Meeting in person.** The Company is offering the Shareholders the option to listen and participate (but not vote) at the Meeting in real time by conference call at the following coordinates:

Guest access code is: 132 232 3077	<u>Dial by your location</u> Canada Toll free: 1-855-244-8677 US Toll free: 1-855-282-6330
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While as of the date of this Information Circular, we are intending to hold the Meeting in physical face to face format with a conference call for participation, we are continuously monitoring the current coronavirus outbreak. **In light of the rapidly evolving news and guidelines related to COVID-19, anyone who plans to attend the Meeting in person is asked to advise Andjela Sabet of McMillan LLP by email at: andjela.sabet@mcmillan.ca by February 22, 2021.** In order to ensure the health and safety of all attendees, the Company and McMillan LLP (as host of the Meeting) will reserve the right to restrict access to the Meeting depending on available health and safety information at the time of the Meeting and make such arrangements as are deemed prudent or necessary under the circumstances.

We ask that, in considering whether to attend the Meeting in person, shareholders follow, among other things, the instructions of the Public Health Agency of Canada (<https://www.canada.ca/en/public-health/services/diseases/coronavirus-disease-covid-19.html>) and any applicable additional provincial and local instructions. You should not attend the Meeting in person if you are experiencing any cold or flu-like symptoms, or if you or someone with whom you have been in close contact has travelled to/from outside of Canada within the 14 days prior to the Meeting. **In order to minimize group sizes and respect social distancing regulations, all Shareholders are urged to vote on the matters before the Meeting by proxy which can be submitted electronically or by mail, as further described herein.** If voting in advance by proxy is difficult, please contact Andjela Sabet at andjela.sabet@mcmillan.ca.

We reserve the right to take any additional precautionary measures we deem appropriate in relation to the Meeting in response to further developments in respect of the COVID-19 outbreak. Changes to the Meeting date and/or means of holding the Meeting may be made, in which case the Company will prepare and mail an amended management information circular.

Meeting Business

The business of the Meeting will include the following:

1. TO PRESENT to the shareholders the financial statements of the Corporation for the year ended December 31, 2019 and related auditors' report;
2. TO ELECT the directors of the Corporation;
3. TO APPOINT the auditors of the Corporation and authorize the Board of Directors of the Corporation to fix their remuneration;
4. TO PASS a special resolution, the full text of which is set forth in the management information circular accompanying this notice (the "**Circular**") authorizing the Corporation to change its name to "Poko Group Ltd.", or such other name as is acceptable to the regulatory authorities having jurisdiction over the Corporation's affairs;
5. TO PASS a special resolution, the full text of which is set forth in the Circular, authorizing and approving the continuance of the Corporation out of the provincial jurisdiction of Alberta under the *Business Corporations Act* (Alberta) and into the federal jurisdiction under the *Canada Business Corporations Act*, and the repeal and replacement of the existing by-laws of the Corporation with a new By-Law No. 1 upon completion of the continuance, on the basis set forth in the Circular;
6. TO PASS a special resolution, the full text of which is set forth in the Circular, to effect the consolidation of all of the issued and outstanding common shares of the Corporation on the basis of five (5) pre-consolidation common shares for one (1) post-consolidation common share, as more fully described in the Circular;
7. TO PASS an ordinary resolution of the majority of the minority shareholders, the full text of which is set forth in the Circular, authorizing and approving the Corporation to voluntarily delist its common shares from the NEX board of the TSX Venture Exchange and to apply to list the Corporation's common shares on the Canadian Securities Exchange, as more particularly described in Circular;
8. TO PASS an ordinary resolution to continue the stock option plan of the Corporation; and
9. TO TRANSACT such business as any other matters that may be duly brought before the Meeting or any adjournment thereof.

A copy of the annual management reports, the financial statements and auditors' report for the year ended December 31, 2019 is available on www.sedar.com under Brunswick Resources Inc.'s profile, in the submitted documents section. The Information Circular includes supplementary information on questions that will be addressed at the Meeting and, as such, is an integral part of this notice.

Registered Shareholders who are unable to attend the virtual Meeting and who wish to ensure that their shares will be voted at the Meeting are requested to complete, date and sign the enclosed form of proxy, or another suitable form of proxy and deliver it in accordance with the instructions set out in the form of proxy and in the Information Circular.

Non-registered Shareholders who plan to attend the virtual Meeting must follow the instructions set out in the form of proxy or voting instruction form to ensure that their shares will be voted at the Meeting. If you hold your shares in a brokerage account, you are not a Registered Shareholder.

Pursuant to Section 191 of the *Business Corporations Act* (Alberta), registered holders of Common Shares will have the right to dissent in respect of the continuance into the federal jurisdiction under the *Canada Business Corporations Act*, and, if the continuance becomes effective, to be paid by the Corporation the fair value of the

Common Shares in respect of which a registered Shareholder exercises such dissent right. **If a registered Shareholder wishes to dissent, a written notice of dissent must be received by the Corporation at 101A, Principale Avenue, Suite 100, Rouyn-Noranda, Québec, J9X 4P1, Attention: Christian Dupont, at or before the Meeting.** Details regarding the dissent right can be found in the accompanying Circular under “*Continuance – Continuance Right of Dissent*”.

Rouyn-Noranda, January 26, 2021

By Order of the Board of Directors

“Christian Dupont”
Christian Dupont
President and CEO