

AURWEST RESOURCES CORPORATION

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

TAKE NOTICE that the Annual and Special Meeting (the "**Meeting**") of the shareholders ("**Shareholders**") of **AURWEST RESOURCES CORPORATION** ("**Aurwest**" or the "**Corporation**") will be held on March 30, 2021 at 10:00 a.m. (Calgary time) by teleconference call only (details below). Shareholders are encouraged to attend the Meeting via teleconference call (see dial-in instructions below) for the following purposes:

- (a) to receive the audited financial statements of Aurwest as at and for the year ended May 31, 2020 and December 31, 2020. The Corporation changed its year end from May 31 to December 31 on January 14, 2021;
- (b) to fix the number of directors of the Corporation for the ensuing year at four (4);
- (c) to elect Colin Christensen, Cameron Macdonald, Elmer Stewart, and Brian Prokop as directors of the Corporation;
- (d) to appoint Charlton and Company, Chartered Professional Accountants 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;
- (e) 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 and Proxy Statement (the "**Management Proxy Circular**"), approving the stock option plan of the Corporation in the form set out in Schedule "C" to the accompanying Management Proxy Circular;
- (f) to consider and, if deemed advisable, to pass with or without variation, a special resolution, the full text of which is set forth in the accompanying Management Proxy Circular, approving the removal of the Corporation's current Articles in their entirety and replacing them with new Articles as more particularly described in the Management Proxy Circular; and
- (g) 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 Management Proxy Circular.

As at the date of this Notice, the Corporation intends to hold the Meeting via teleconference call only. To participate or submit questions during the Meeting, Shareholders can join by teleconference, using the dial in instructions below. 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.

Dial in Details

Toll-free dial-in number in Canada and the USA: 1-855-453-6957

Local dial-in number in Calgary: 403-410-3051

International dial-in numbers: www.confsolutions.ca

Conference ID: 5774064

Shareholders may attend the Meeting or may be represented at the Meeting by proxy. **Shareholders will not be able to vote their shares in person. As such, Shareholders are requested 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 Corporation's registrar and transfer agent, at Olympia Trust Company, by mail to PO Box 128, STN M Calgary, AB T2P 2H6 Attn: Proxy Department, in the enclosed self-addressed envelope, by facsimile at (403) 668-8307, by email to proxy@olympiustrust.com, or on the internet at <https://css.olympiustrust.com/pxlogin> (with the 12-digit control number you have been provided), 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 February 23, 2021 (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: March 1, 2021.

By Order of the Board of Directors

(signed) "*Colin Christensen*"

**President, Chief Executive Officer and
Director**