

IRVING RESOURCES INC.

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NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN THAT an annual general meeting (the “**Meeting**”) of the shareholders of Irving Resources Inc. (the “**Company**”) will be held at the offices of Owen Bird Law Corporation at 733 Seymour Street, Suite 2900, Vancouver, British Columbia, at 2:00 p.m. (Pacific Time) on Wednesday, August 23, 2023, for the following purposes:

1. to receive the consolidated financial statements of the Company for the financial year ended February 28, 2023, together with the auditor’s report thereon;
2. to set the number of directors at five;
3. to elect directors for the ensuing year;
4. to appoint the auditor for the Company and to authorize the directors to fix the auditor’s remuneration;
5. to approve the Company’s 10% rolling stock option plan (the “**Plan**”), attached as Schedule A to the Company’s management information circular dated June 30, 2023, all unallocated options, rights and other entitlements thereunder, and the date until which the Company may grant options, rights and other entitlements under the Plan; and
6. to transact such other business as may properly come before the Meeting and any adjournments thereof.

A shareholder entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote in their stead. If you are unable to attend the Meeting in person, please read the notes to the accompanying instrument of proxy or voting instruction form and then complete and return it within the time set out in the notes. The enclosed instrument of proxy is solicited by management but you may amend it, if you so desire, by striking out the names listed therein and inserting in the space provided the name of the person you wish to represent you at the Meeting.

DATED the 30th day of June, 2023.

BY ORDER OF THE BOARD

“Akiko Levinson”

**Akiko Levinson
President, CEO & Director**