

WALCOTT RESOURCES LTD.
1315 Moody Avenue
North Vancouver, BC
V7L 3T5

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that an annual general meeting (the “**Meeting**”) of the shareholders of Walcott Resources Ltd. (the “**Company**”) will be held at 1315 Moody Avenue, North Vancouver, British Columbia on Friday, April 24, 2020 at 10:00 am. Shareholders will be able to access the meeting by teleconference using the details below.

At the Meeting, the shareholders will receive the financial statements for the year ended September 30, 2019, together with the auditor’s report thereon, and consider resolutions to:

1. elect directors for the ensuing year;
2. appoint Manning Elliott LLP, Chartered Professional Accountants, as auditor of the Company for the ensuing year and authorize the directors to determine the remuneration to be paid to the auditor; and
3. transact such other business as may properly be put before the Meeting.

All shareholders are entitled to attend and vote at the Meeting in person or by proxy. The Board of Directors (the “**Board**”) requests that all shareholders who will not be attending the Meeting in person, or will be attending via teleconference, read, date and sign the accompanying proxy and deliver it to National Securities Administrators Ltd. (“**National**”). If a shareholder does not deliver a proxy to National, Attention: Proxy Department, 760 – 777 Hornby Street, Vancouver, British Columbia, V6Z 1S4 or fax a proxy to National, Attention: Proxy Department, at (604) 559-8908, by 10:00 a.m. (Vancouver, British Columbia time) on Wednesday, April 22, 2020 (or before 48 hours, excluding Saturdays, Sundays and holidays before any adjournment of the meeting at which the proxy is to be used) then the shareholder will not be entitled to vote at the Meeting by proxy. Only shareholders of record at the close of business on March 24, 2020 will be entitled to vote at the Meeting.

Teleconference Details:

Telephone Number: (604) 222-7836

Passcode: #841935

Callers are recommended to dial in 5 to 10 minutes prior to the scheduled start time of the Meeting.

An information circular and a form of proxy accompany this notice.

DATED at Vancouver, British Columbia, the 24th day of March, 2020.

ON BEHALF OF THE BOARD

(signed) “*Marshall Farris*”

Marshall Farris
President and Chief Executive Officer