

STRAIGHTUP RESOURCES INC.

9285 203B Street
Langley, British Columbia, Canada, V1M 2L9
Telephone: 778-886-6200

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting (the "Meeting") of shareholders of Straightup Resources Inc. (the "Company") will be held at the offices of Lotz & Company at Suite 1170 - 1040 West Georgia Street, Vancouver, British Columbia, Canada on Friday, November 6, 2020 at 10:00 a.m. (Pacific Time) for the following purposes:

1. to receive and consider the audited financial statements of the Company for the fiscal year ended December 31, 2019, together with the independent auditor's report thereon;
2. to appoint Manning Elliott LLP, Chartered Professional Accountants as auditor of the Company for the fiscal year ending December 31, 2020 and to authorize the directors to fix the auditor's remuneration;
3. to fix the number of directors at four (4);
4. to elect the directors for the ensuing year;
5. to consider and, if thought fit, to pass an ordinary resolution ratifying and approving the Company's Stock Option Plan, as more particularly described in the accompanying management information circular; and
6. to transact such other business as may properly come before the Meeting or any adjournment or postponement thereof.

The details of all matters proposed to be put before shareholders at the Meeting are set forth in the management information circular accompanying this Notice of Meeting. At the Meeting, shareholders will be asked to approve each of the foregoing items.

The directors of the Company have fixed September 30, 2020, as the record date for the Meeting (the "Record Date"). Only shareholders of record at the close of business on the Record Date are entitled to vote at the Meeting or any adjournment or postponement thereof.

If you are a registered shareholder of the Company and unable to attend the Meeting in person, please exercise your right to vote by completing and returning the accompanying form of proxy and deposit it with TSX Trust Company. Proxies must be completed, dated, signed and returned to TSX Trust Company, at Suite 301 - 100 Adelaide Street West, Toronto, Ontario, Canada, M5H 4H1 by 10:00 a.m. (Pacific Time) on November 4, 2020, or if the Meeting is adjourned or postponed, not less than 48 hours (excluding Saturdays, Sundays and holidays) before the date to which the Meeting is adjourned or postponed. Fax votes can be sent to 1-416-595-9593 and Internet voting is also available at www.voteproxyonline.com.

Late proxies may be accepted or rejected by the Chairman of the Meeting at his discretion and the Chairman of the Meeting is under no obligation to accept or reject any particular late proxy. The Chairman of the Meeting may waive or extend the proxy cut-off without notice.

If you are a non-registered shareholder, please follow the instructions from your bank, broker or other financial intermediary for instructions on how to vote your shares.

DATED at Vancouver, British Columbia, this 2nd day of October, 2020.

BY ORDER OF THE BOARD OF DIRECTORS

/s/ Matthew Coltura

Matthew Coltura
Chief Executive Officer, President and Director