



**VANSTAR MINING RESOURCES INC.**

410 St-Nicolas, suite 236  
Montreal, QC, H2Y 2P5

**NOTICE OF THE ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS**

**NOTICE IS HEREBY GIVEN THAT the annual general and special meeting of the shareholders (the “Meeting”) of VANSTAR MINING RESOURCES INC. (the “Corporation”) taking place at McMillan LLP, 1000 Sherbrooke W., 27<sup>th</sup> Floor, Montreal, QC, H3A 3G4, on September 14, 2020 at 10:30 a.m. (EST), for the following purposes:**

1. to receive the financial statements of the Corporation for the year ended December 31, 2019 and the report of the auditors thereon;
2. to consider and, if deemed advisable, to approve to fix the number of members of the board of directors of the Corporation at seven (7);
3. to elect the directors for the ensuing year;
4. to appoint the auditors of the Corporation for the ensuing year and authorize the directors to fix their remuneration;
5. to consider and, if deemed appropriate, to approve, with or without variation, a resolution as set forth in the Management Information Circular to approve the adoption of new by-laws and advance notice by-law of the Corporation; and
6. to transact such other business as may properly come before the Meeting or any adjournment thereof.

The management proxy circular of the Corporation enclosed herein provides detailed information on the items that will be brought before the Meeting and is therefore to be considered as forming a part of this notice.

Montréal, August 18, 2020.

**BY ORDER OF THE BOARD OF DIRECTORS**

*(s) Jonathan Hamel*

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JONATHAN HAMEL

Interim Chief Executive Officer

**IMPORTANT**

**Holders of shares may exercise their rights by attending the Meeting or by completing a proxy form.** Those who are unable to attend the Meeting in person are urged to complete and return the enclosed form of proxy to Computershare, Proxy Department, 100 University Avenue, 8<sup>th</sup> Floor, Toronto, Ontario, M5J 2Y1, or by fax at 1-866-249-7775 (within North America) or 416-263-9524 (outside North America), before 10:30 a.m. (Eastern Standard Time) on Thursday, September 10, 2020 at 10:30 a.m. A person appointed as proxy need not be a shareholder of the Corporation. Holders of shares may also exercise their voting rights (i) by calling the toll-free number 1-866-732-8683 or any other number indicated on the proxy form or the voting instruction form or (ii) by going to the following website: [www.investorvote.com](http://www.investorvote.com). For any additional information concerning this matter, please contact Computershare by calling at no charge at 1-866-962-0498 (within North America) and at 514-982-8716 (outside North America) or by e-mail at [service@computershare.com](mailto:service@computershare.com).

**The Corporation urges shareholders to review the meeting materials before voting.**