

AURWEST RESOURCES CORPORATION

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

TAKE NOTICE that the Annual General and Special Meeting (the "**Meeting**") of the shareholders ("**Shareholders**") of **AURWEST RESOURCES CORPORATION** ("**Aurwest**" or the "**Corporation**") will be held on December 10, 2024 at 10:00 a.m. (Calgary time) at 1250, 639 – 5th Avenue S.W., Calgary, Alberta T2P 0M9. Shareholders are encouraged to attend the Meeting for the following purposes:

- (a) to receive the audited financial statements of Aurwest as at and for the year ended December 31, 2023;
- (b) to fix the number of directors of the Corporation for the ensuing year at three (3);
- (c) to elect Colin Christensen, Cameron MacDonald 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 a special resolution approving the sale of the assets of the Corporation's Stars property to Interra Copper Corp. ("**Interra**") (the "**Transaction**") in accordance with *Multilateral Instrument 61-101- Protection of Minority of Security Holders in Special Transactions*, to be voted on by disinterested shareholders and approved by the Canadian Securities Exchange, as the Transaction will be considered a sale of all or substantially all of the assets of the Corporation, as more particularly described in the accompanying 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 in person and a telephone conference call line will be set up for the Meeting for listening purposes only – no voting will be conducted or carried out via the telephone conference call line. To listen to 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

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.

If you are a non-registered shareholder of the Corporation and received this Notice of Meeting and accompanying materials through a broker, a financial institution, a participant, a trustee or administrator of a self administered retirement savings plan, retirement income fund, education savings plan or other similar self administered savings or investment plan registered under the Income Tax Act (Canada), or a nominee of any of the foregoing that holds your securities on your behalf (an "**Intermediary**"), please complete and return the materials in accordance with the

instructions provided to you by your Intermediary. Shareholders are encouraged to vote your proxy by mail, internet or telephone. You will need the control number contained in the accompanying form of proxy in order to vote. To be valid, your proxy must be received by the Corporation's transfer agent, Olympia Trust Company, no later than 48 hours (excluding Saturdays, Sundays and statutory holidays) prior to the date on which the Meeting or any postponement or adjournment thereof is held.

Only Shareholders of record as at the close of business on November 5, 2024 (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: November 6, 2024.

By Order of the Board of Directors

(signed) "*Cameron MacDonald*"

**Interim Chief Executive Officer and
Director**