

MERYLLION RESOURCES CORPORATION

Notice of Annual and Special Meeting of Shareholders

Tuesday, May 7, 2024

NOTICE IS HEREBY GIVEN that the annual general meeting (the “**Meeting**”) of the shareholders of Meryllion Resources Corporation (the “**Company**”) will be held virtually through the AGM Connect platform as follows:

Date: Tuesday, May 7, 2024

Time: 1:00 p.m. (Pacific time) / 4:00 p.m. (Eastern time)

Access: <https://app.agmconnect.com/>

The purposes of the Meeting are to:

1. to receive the audited consolidated financial statements for the year ended September 30, 2023, together with the auditor’s report thereon;
2. to set the number of directors at three for the ensuing year;
3. to elect the directors for the ensuing year;
4. to appoint Clearhouse LLP, Chartered Accountants, as the auditor of the Company for the ensuing year and authorize the directors to determine the remuneration to be paid to the auditor;
5. to consider, and, if thought advisable, to pass, with or without amendment, an ordinary resolution approving the Company’s new stock option plan and all unallocated options, rights and other entitlements issuable thereunder; and
6. to transact such other business as may properly be put before the Meeting or any adjournment or adjournments thereof.

A copy of the Management Information Circular in respect of the Meeting (the “**Circular**”) and form of proxy accompany this notice. The specific details of the matters proposed to be put before Shareholders at the Meeting are set forth in the Circular. Shareholders are urged to read the Circular carefully in evaluating the matters for consideration at the Meeting.

Only persons registered as shareholders on the records of the Company as of the close of business on March 26, 2024 (the “**Record Date**”) are entitled to receive notice of, and to vote or act at, the Meeting. No person who becomes a shareholder after the Record Date will be entitled to vote or act at the Meeting or any adjournment thereof.

The Company is utilizing the notice and access mechanism (“**Notice and Access**”) under National Instrument 54-101 – *Communication with Beneficial Owners of Securities of a Reporting Issuer* and National Instrument 51-102 – *Continuous Disclosure Obligations*, for distribution of Meeting materials to registered and beneficial Shareholders.

Notice and Access allows reporting issuers to post electronic versions of proxy-related materials (such as proxy circulars and annual financial statements) on-line, via the SEDAR+ system and one other website, rather than mailing paper copies of such materials to Shareholders. Electronic copies of the Circular, and the financial statements and management’s discussion and analysis for the financial year ended September 30, 2023 may be found on the Company’s SEDAR+ profile at www.sedar.com and also at www.agmconnect.com/meryllion2024.

Shareholders with questions about Notice and Access can call AGM Connect, toll-free at 1-855-839-3715. Shareholders may also obtain paper copies of the Meeting materials free of charge by contacting the Company. A request for paper copies which are required in advance of the Meeting should be sent so that they are received by the Company or AGM Connect, as applicable, no later than April 26, 2024, in order to allow sufficient time for Shareholders to receive the paper copies and to return their proxies or voting instruction forms, as applicable, before the Proxy Deadline.

Shareholders will be able to attend the Meeting virtually at 1:00 p.m. (Pacific time) / 4:00 p.m. (Eastern Time) on Tuesday, May 7, 2024, by following the access link below.

Access: <https://app.agmconnect.com/>

All shareholders are encouraged to vote by proxy ahead of the Meeting. Please complete and sign the enclosed form of proxy and deliver it to AGM Connect (i) by mail or hand delivery at 401 Bay Street, Suite 2704, Toronto, Ontario, M5H 2Y4, (ii) by facsimile at 416-222-4202, or (iii) by email at voteproxy@agmconnect.com. In order to be valid and acted upon at the Meeting, the form of proxy must be received no later than 1:00 p.m. (Pacific time) / 4:00 p.m. (Eastern time) on May 3, 2024 or not less than 48 hours (excluding Saturdays, Sundays and holidays) before any adjournment of the Meeting at which the Proxy is to be used (the “**Proxy Deadline**”). Proxies may also be voted online at <https://app.agmconnect.com> or by calling AGM Connect at 1-855-839-3715.

DATED the 1st day of April, 2024.

ON BEHALF OF THE BOARD OF DIRECTORS

“Richard Revelins” (signed)

Richard Revelins
Director and Chief Executive Officer