

ROSS RIVER MINERALS INC.
Suite 1500 – 1055 West Georgia St.
Vancouver, BC V6E 4N7
Telephone: 604-290-7073

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the annual general meeting of the shareholders (the “**Meeting**”) of Ross River Minerals Inc. (the “**Company**”) will be held at the office of McMillan LLP located at 1500 – 1055 West Georgia St., Vancouver, BC V6E 4N7, on June 28, 2023 at 10:00 A.M. (Vancouver Time) for the following purposes:

1. to receive and consider the audited financial statements of the Company together with the auditor’s reports thereon for the year ended December 31, 2022;
2. to elect the directors to serve until the next annual general meeting of the shareholders of the Company or until their successors are duly elected or appointed;
3. to consider and, if thought appropriate, to pass an ordinary resolution appointing Saturna Group Chartered Accountants LLP, as the Company’s auditor for the ensuing year;
4. to consider and, if thought appropriate, to pass, with or without variation, an ordinary resolution ratifying and approving the Company’s new 10% rolling share option plan, as more particularly described in the accompanying management information circular (the “**Information Circular**”); and
5. to consider any permitted amendment to or variation of any matter identified in this Notice and to transact such other business as may properly come before the Meeting or at any adjournment thereof.

An Information Circular accompanies this Notice. The Information Circular contains details of matters to be considered at the Meeting. No other matters are contemplated, however any permitted amendment to or variation of any matter identified in this Notice may properly be considered at the Meeting. The Meeting may also consider the transaction of such other business as may properly come before the Meeting or any adjournment thereof.

Registered shareholders who are unable to attend the Meeting in person and who wish to ensure that their shares will be voted at the Meeting are requested to complete, date and sign the enclosed form of Proxy, or another suitable form of proxy, and deliver it in accordance with the instructions set out in the form of Proxy and in the Information Circular.

Non-registered shareholders who plan to attend the Meeting must follow the instructions set out in the form of Proxy or voting instruction form and in the Information Circular to ensure that their shares will be voted at the Meeting. If you hold your shares in a brokerage account, you are not a registered shareholder.

DATED at Vancouver, British Columbia, on May 19, 2023.

By Order of the Board of Directors of Ross River Minerals Inc.

(signed) “*Aleem Nathwani*”

Aleem Nathwani
Chief Executive Officer