ATEX RESOURCES INC.

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING

The 2020 Annual General and Special Meeting (the "**Meeting**") of the shareholders of ATEX Resources Inc. (the "**Company**") will be held at 5300 Commerce Court West, 199 Bay Street, Toronto, Ontario, at 10:00 a.m. (local Toronto time) on March 26, 2020 for the following purposes:

1. to receive the audited consolidated financial statements of the Company for its financial years ended September 30, 2018 and September 30, 2019, the Report of the Auditor on those statements, and the related Management Discussion & Analysis;

2. to elect directors for the ensuing year;

3. to re-appoint DeVisser Gray LLP, Chartered Accountants, an auditor for the ensuing year and to authorize the Directors to fix the auditor's remuneration;

4. to consider and, if deemed appropriate, pass, with or without variation, an ordinary resolution approving and ratifying the Company's stock option plan for the ensuing year;

5. to approve a special resolution as set forth in Schedule "B" hereto to amend the Company's Articles and Notice of Articles to create a class of preferred shares, without a maximum authorized number, issuable in series, with special rights and restrictions applicable to the class which permit the Directors of the Company to create series and to attach special rights and restrictions to the preferred shares of each series if, as and when created; and

6. to consider any amendment to or variation of any matter identified in this notice of Meeting ("**Notice**") and to transact such other business as may properly be brought before the Meeting.

The accompanying Information Circular provides additional information relating to the matters to be dealt with at the Meeting and is incorporated by reference into and deemed to form part of this Notice. **Shareholders who are unable to attend the Meeting in person and who wish to ensure that their shares are voted at the Meeting are requested to complete, sign, date and return the enclosed form of Proxy or Voting Instruction Form in accordance with the instructions set forth therein and in the Information Circular. The Proxy or Voting Instruction Form must, to be valid, be properly completed and be received by Computershare Trust Company of Canada, at 100 University Avenue, 8th Floor, Toronto, Ontario, M5J 2Y1 not fewer than 48 hours before the time fixed for the Meeting.**

DATED at Vancouver, British Columbia this 18th day of February, 2020.

BY ORDER OF THE BOARD

Carl Hansen, Director