

GUNGNIR RESOURCES INC.
NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting (the “**Meeting**”) of the shareholders (the “**Shareholders**”) of Gungnir Resources Inc. (the “**Company**”) will be held at the boardroom, Suite 404, 1688 – 152 Street, Surrey, British Columbia, at the hour of 10 o’clock in the morning (Pacific Time), on Thursday, November 10, 2022, and at any adjournment thereof, for the following purposes.

1. To receive the audited consolidated financial statements of the Company, together with the auditor’s report thereon, for the year ended December 31, 2021.
2. To re-appoint DeVisser Gray, LLP Chartered Accountants, as auditors of the Company for the ensuing year and to authorize the directors to fix their remuneration.
3. To set the number of directors for the ensuing year at four.
4. To elect directors for the ensuing year.
5. To ratify, confirm and approve the amended Stock Option Plan.
6. To consider other matters, including, without limitation, such amendments or variations to any of the foregoing resolutions, as may properly come before the Meeting or any adjournment thereof.

Specific details of the above items of business are contained in the information circular of the Company dated October 14, 2022 (the “**Circular**”), which accompanies this Notice and together with the management’s Form of Proxy, which also accompanies this Notice, will form a part thereof and must be read in conjunction with this Notice.

The Board of Directors of the Company has fixed October 4, 2022 as the record date for the determination of Shareholders entitled to notice of and to vote at the Meeting and at any adjournment or postponement thereof. Each registered Shareholder at the close of business on that date is entitled to such notice and to vote at the Meeting in the circumstances set out in the accompanying Circular.

The Company strongly encourages all Shareholders to vote by proxy in advance of the Meeting to ensure their vote is counted. If you are a registered Shareholder of the Company, please complete, date and sign the accompanying Form of Proxy and deposit it with the Company’s transfer agent, Computershare Investor Services Inc. by mail or registered mail to 8th Floor, 100 University Avenue, Toronto, Ontario M5J 2Y1, at least 48 hours (excluding Saturdays, Sundays and holidays recognized in the Province of British Columbia) before the time and date of the Meeting or any adjournment or postponement thereof. Alternatively, you may vote by telephone or via the internet following the instructions provided on the Form of Proxy and in the Circular which has been filed under the Company’s profile on SEDAR at www.sedar.com.

If you are not a registered Shareholder of the Company and received these materials through your broker or through another intermediary, please complete and return the materials in accordance with the instructions provided to you by your broker or by the other intermediary. Failure to do so may result in your shares not being eligible to be voted by proxy at the Meeting.

DATED at Surrey, British Columbia, this 14th day of October, 2022.

BY ORDER OF THE BOARD OF DIRECTORS

“Jari Paakki”

Jari Paakki
Chief Executive Officer and Director