



## ANNUAL GENERAL MEETING OF SHAREHOLDERS NOTICE AND ACCESS NOTIFICATION

This Notice and Access Notification is furnished in connection with the solicitation by management of Regulus Resources Inc. (the “**Corporation**”) of proxies for the annual meeting of the holders (the “**Shareholders**”) of the common shares (“**Common Shares**”) of the Corporation (the “**Meeting**”) to be held on March 20, 2024, at 11:30 a.m. (MDT), at the offices of Dentons Canada LLP, at 15<sup>th</sup> Floor, Bankers Court, 850 - 2nd Street SW, Calgary, Alberta, or at any adjournment thereof.

The Corporation has chosen to use the Notice and Access system for delivery of Meeting Materials (as defined below) to Shareholders for the Meeting. Under Notice and Access, each Shareholder still receives an instrument of proxy or voting instruction form enabling them to vote at the Meeting. However, instead of receiving a paper copy of the management information circular, notice of meeting, annual financial statements and related management discussion and analysis for the Meeting (the “**Meeting Materials**”), each Shareholder receives a notice: (a) stating the date, time and location of the Meeting; (b) identifying the matters to be acted upon at the Meeting; and (c) explaining how to access such Meeting Materials online. This is more environmentally friendly as it reduces paper use and the cost to Shareholders of printing and mailing the Meeting Materials.

### MEETING DATE AND LOCATION:

Date: March 20, 2024

Time: 11:30 a.m. (Mountain Time)

Place: Dentons Canada LLP, 15<sup>th</sup> Floor, Bankers Court, 850 - 2nd Street SW, Calgary, Alberta

### MATTERS TO BE ACTED UPON:

At the Meeting, Shareholders will be asked to:

#### 1. **Financial Statements:**

Receive and consider the financial statements of the Corporation for the years ended September 30, 2023 and September 30, 2022, and the applicable auditors’ report thereon.

#### 2. **Directors:**

- (a) Fix the number of directors to be elected at the Meeting at seven (7) members; and
- (b) Consider and, if thought appropriate, to pass an ordinary resolution electing seven (7) directors of the Corporation.

#### 3. **Auditors:**

Re-appoint Davidson & Company LLP as auditors of the Corporation for the ensuing year and authorizing the directors to fix their remuneration.

- #### 4. **Stock Option Plan:** Consider and, if thought appropriate, pass, with or without variation, an ordinary resolution approving the Corporation’s rolling share option plan which provides that the maximum number of Common

Shares that may be issued upon the exercise of options granted pursuant to the share option plan is equal to a maximum of 10% of the Corporation's issued and outstanding Common Shares.

#### **5. Other Business:**

Transact such other business as may properly be brought before the Meeting or any adjournment thereof.

**SHAREHOLDERS ARE REMINDED TO REVIEW THE MANAGEMENT INFORMATION CIRCULAR PREPARED IN CONNECTION WITH THE MEETING PRIOR TO VOTING.** See the section of the Management Information Circular titled "Matters to be Acted Upon at Meeting".

#### **ACCESSING MEETING MATERIALS ON-LINE:**

The Meeting Materials can be viewed online at the following locations:

1. Under the Corporation's "Issuer Profile" on SEDAR+ at [www.sedarplus.ca](http://www.sedarplus.ca); or
2. Under the "Investors – Shareholder Meetings" section of the Corporation's website at: [www.regulusresources.com/investors/shareholder-meetings/](http://www.regulusresources.com/investors/shareholder-meetings/)

#### **HOW TO OBTAIN PAPER COPIES OF THE MEETING MATERIALS:**

Shareholders may request that a paper copy of the Meeting Materials be sent to them by postal delivery at no cost to them. Requests may be made up to one year from the date the Management Information Circular was filed on SEDAR by:

1. Calling toll free at: 1-866-668-8379; or
2. Sending an email to: [cssinquiries@olympiustrust.com](mailto:cssinquiries@olympiustrust.com)

Requests should be received at least ten (10) business days in advance of the proxy deposit date set out in the accompanying instrument of proxy in order to receive the Meeting Materials in advance of such date and the Meeting date.

If you do request a paper copy of the Meeting Materials, please note that another instrument of proxy will not be sent. Please retain the enclosed instrument of proxy for voting purposes.

The Corporation has determined that only those Shareholders with existing instructions on their account to receive paper material will receive a paper copy of the Meeting Materials with this notification.

#### **VOTING:**

To vote, Shareholders are requested to carefully follow the instructions on the accompanying instrument of proxy, including those indicating how, when and where the instrument of proxy is to be delivered.

**Vote by Mail:** To vote your Common Shares by mail, please follow the instructions on the enclosed instrument of proxy by the deadline noted.

**Vote by Internet:** To vote your Common Shares using the Internet, go to [www.proxyvote.com](http://www.proxyvote.com) and follow the instructions using the control number on your instrument of proxy by the deadline noted.

**Vote by Facsimile:** To vote your Common Shares via Facsimile, please complete the enclosed instrument of proxy and fax to 1-866-249-7775.

**Shareholders with general questions about Notice and Access may contact Olympia Trust Company, in its capacity as registrar and transfer agent for the Corporation, Toll Free at 1-866-668-8379.**



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#### 1. **Financial Statements:**

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**Vote by Facsimile:** To vote your Common Shares via Facsimile, please complete the enclosed instrument of proxy and fax to (403) 668-8307.

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