

EURO RESSOURCES S.A.
Société Anonyme with a Share Capital of €24,912.81
Registered in Paris No. B 390 919 082
23, rue du Roule, 75001 Paris, France

**NOTICE OF ANNUAL ORDINARY GENERAL
MEETING OF SHAREHOLDERS**

NOTICE IS HEREBY GIVEN that an Annual Ordinary General Meeting of shareholders of EURO Ressources S.A. (the “Company”) will be held at 2:00 p.m. (local time in Paris) on May 20, 2020, for the following purpose:

AGENDA FOR THE ANNUAL ORDINARY GENERAL MEETING:

- Approval of the Company’s annual financial statements for the year ended December 31, 2019 and release of the Directors and Statutory Auditor;
- Allocation of the result recorded during the year ended December 31, 2019;
- Approval of the agreements subject to Articles L. 225-38 et seq. of the French Commercial Code;
- Approval of the appointment of Mrs Janandre Lamprecht as Director by way of co-option;
- Re-election of the Directors;
- Compensation policy of the directors and officers ;
- Compensation and advantages of any kind paid or granted during the year ended December 31, 2019 to the Chairman of the Board of Directors;
- Compensation and advantages of any kind paid or granted during the year ended December 31, 2019 to the Directeur Général;
- Compensation and advantages of any kind paid or granted during the year ended December 31, 2019 to the Directeur Général Délégué; and
- Power for the fulfillment of legal formalities.

Particulars of the matters to be acted upon at the meeting are set out in the accompanying Information Circular.

Dated April 20, 2020

(signed) “*Tidiane Barry*”
Directeur Général

YOUR VOTE IS IMPORTANT. Shareholders can give a proxy or vote by mail. If you choose to do so, please complete, date and sign the enclosed Instrument of Proxy promptly and return it in the self-addressed envelope for receipt by 2:00 p.m. (Toronto time or Paris time as the case may be) on May 16, 2020. If a Shareholder receives more than one Instrument of Proxy because such Shareholder owns shares registered in different names or addresses, each Instrument of Proxy should be completed and returned.