

**APEX RESOURCES INC.**

Suite 2000 – 1066 West Hastings Street  
Vancouver, British Columbia V6E 3X2  
Telephone: (604) 628-0519 Fax: (604) 628-0446

**NOTICE OF ANNUAL GENERAL MEETING**

NOTICE IS HEREBY GIVEN THAT the annual general meeting of the shareholders of APEX RESOURCES INC. (the "Company") will be held at 23<sup>rd</sup> Floor, 1066 West Hastings Street, Vancouver, British Columbia, on Friday, July 31, 2020, at the hour of 11:00 a.m., Vancouver time, for the following purposes:

1. To receive and consider the report of the directors and the financial statements of the Company together with the auditor's report thereon for the financial year ended December 31, 2019.
2. To fix the number of directors at four (4).
3. To elect directors for the ensuing year.
4. To appoint the auditors for the ensuing year and authorize the directors to fix the remuneration to be paid to the auditors.
5. To consider and if thought fit, to pass a special resolution approving and authorizing the consolidation of the issued and outstanding Common Shares of the Company on a basis of a consolidation ratio of up to three (3) to one (1);
6. To transact such further or other business as may properly come before the meeting and any adjournments thereof.

The accompanying information circular provides additional information relating to the matters to be dealt with at the meeting and is deemed to form part of this notice.

If you are unable to attend the meeting in person, please complete, sign and date the enclosed form of proxy and return the same in the enclosed return envelope provided for that purpose within the time and to the location set out in the form of proxy accompanying this notice.

DATED June 17th, 2020.

**BY ORDER OF THE BOARD**

*“Arthur G. Troup”*

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Arthur G. Troup  
President & CEO