TARANIS RESOURCES INC.

681 Conifer Lane
Estes Park, Colorado, USA 80517

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

TAKE NOTICE that an Annual General and Special Meeting (the "Meeting") of the shareholders (the "Shareholders") of **TARANIS RESOURCES INC.** (the "Company") will be held at Suite 1710 - 1177 West Hastings Street, in the City of Vancouver, Province of British Columbia, on Monday, December 7, 2026 at the hour of 10:00 a.m. (local time) for the purposes of:

1. Fixing the number of Directors.

2. Electing Directors for the ensuing year.

3. Appointing an Auditor for the ensuing year, and authorizing the Directors to fix the Auditor's remuneration.

4. To consider and, if thought advisable, to pass an ordinary resolution approving the renewal of the Company's Incentive Stock Option Plan, as more fully disclosed in the Information Circular prepared in connection with the Meeting.

5. To transact such other business as may properly come before the Meeting or any adjournment thereof.

Shareholders who are unable to attend the Meeting in person are requested to date and sign the enclosed form of Instrument of Proxy and to return it to **Computershare Investor Services Inc., Proxy Department, 320 Bay Street, 14th Floor, Toronto, Ontario M5H 4A6** not less than 48 hours (excluding Saturdays, Sundays and holidays) prior to the time of the Meeting, or any adjournment thereof, at which the person named therein purports to vote in respect thereof.

Dated this 26th day of October, 2026.

ON BEHALF OF THE BOARD OF DIRECTORS

"John J. Gardiner"
John J. Gardiner
President and Chief Executive Officer

All proxies and voting instruction forms, to be valid, must be received by Computershare Trust Company of Canada, Proxy Department, 320 Bay Street, 14th Floor, Toronto, Ontario, M5H 4A6, at least forty-eight (48) hours, excluding Saturdays, Sundays and holidays, before the Meeting or any adjournment thereof. Late proxies or voting instruction forms may be accepted or rejected by the Chairman of the Meeting in his discretion, and the Chairman is under no obligation to accept or reject any particular late proxy.