NOTICE OF ANNUAL MEETING OF SHAREHOLDERS AND NOTICE OF AVAILABILITY OF PROXY MATERIALS

Meeting Date:	December 15, 2026
Time:	10:00 a.m. (Eastern Standard Time)
Location:	Virtual only format, via a live audio webcast online at https://virtual-meetings.tsxtrust.com/en/1986
Record Date:	November 2, 2026
Proxy Voting Deadline:	December 11, 2026

NOTICE IS HEREBY GIVEN that an annual meeting (the "**Meeting**") of the holders (the "**Shareholders**") of common shares of FALCO RESOURCES LTD. (the "**Corporation**") will be held on December 15, 2026 at 10:00 a.m. (Montréal Time), for the following purposes:

1. To receive the annual audited financial statements of the Corporation for the year ended June 30, 2026, together with the report of the auditor thereon;

2. To elect the directors of the Corporation for the ensuing year;

3. To appoint PricewaterhouseCoopers LLP/s.r.l./s.e.n.c.r.l., a partnership of Chartered Professional Accountants, as the Corporation's independent auditor for the fiscal year 2027, and to authorize the directors to fix its remuneration;

4. To consider and, if deemed advisable, to pass, with or without amendments, an ordinary resolution to approve the Corporation's rolling 10% long-term incentive plan, as more particularly described in the accompanying management information circular; and

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

Particulars of the foregoing matters are set forth in the management information circular (the "**Circular**") that accompanies this Notice of Annual Meeting of Shareholders and Notice of Availability of Proxy Materials (together, the "**Notice of Meeting**").

As permitted by Canadian securities regulators, you are receiving this notification as the Corporation has decided to use the "notice-and-access" mechanism for delivery to both registered and non-registered shareholders of this Notice of Meeting, the Circular prepared in connection with the Meeting, and other proxy-related materials (the "**Proxy Materials**") as well as the annual audited consolidated financial statements of the Corporation for the financial year ended June 30, 2026, together with the independent auditor's report thereon, and related management's discussion and analysis. The notice-and-access provisions are a set of rules developed by the Canadian securities regulators that allow issuers to post electronic versions of proxy-related materials on-line, via SEDAR+ and one other website, rather than mailing paper copies of such materials to shareholders.

The Proxy Materials are available on the Corporation's corporate website (https://www.falcores.com/en/investors/#assemblee), on SEDAR+ (www.sedarplus.ca) or on the website of TSX Trust Company (https://docs.tsxtrust.com/FPC2026).

Shareholders may request a paper copy of the Proxy Materials by email at tsxtis@tmx.com or by phone at 1 (866) 600-5869.

To ensure that you receive the materials in advance of the voting deadline and the Meeting, all requests must be received no later than December 4, 2026 to ensure timely receipt. Requests for Proxy Materials may be made up to one year from the date the Circular is filed on SEDAR+.

If you request a paper copy of the Proxy Materials, please take note that no additional proxy form or voting instruction form shall be sent to you. Therefore, please make sure that you retain the form that you received with the Notice of Meeting for voting purposes.

Your participation is important to us. In the event you cannot participate, we urge you to express your support by voting, using your proxy in advance of the Meeting, on the various proposals that will be put forward at our Meeting, which are further described in the Circular.

Only Shareholders of record as at the close of business on November 2, 2026 (the "**Record Date**") are entitled to receive notice of, and vote at the Meeting and any postponement or adjournment thereof. For information on how you may vote, please refer to Part 1 of the Circular.

To ensure your representation at the Meeting, please complete, sign, date and return your voted proxy which will be delivered to you separately, whether or not you plan to attend. Submitting your proxy does not prevent you from voting at the Meeting.

Proxies completed by **registered Shareholders** must be returned to the Corporation in one of the following manners:

Internet

Go to www.voteproxyonline.com and follow the instructions on screen. You will need your control number, which appears below the Record Date on the proxy form.

Fax

Complete both sides of the proxy form, sign and date it and fax both sides to our transfer agent, TSX Trust Company, Attention: Proxy Department, at 416-595-9593.

Mail

Complete, sign and date the form and return it in the envelope provided, or send it to: TSX Trust Company, Attention: Proxy Department, 100 Adelaide, Suite 301, Toronto, Ontario, M5H 4H1, Canada.

Beneficial Shareholders whose common shares are registered in the name of an intermediary (such as a broker) should carefully follow the voting instructions provided by their intermediary. A detailed description of how beneficial shareholders can return proxies can be found on page 8 of the Circular.

DATED at Montréal, Québec, the 9th day of November 2026.

By Order of the Board of Directors,

"Alexander Dann"
Alexander Dann
Chair of the Board