

Notice of Annual General and Special Meeting of Shareholders

NOTICE IS HEREBY GIVEN that the annual general and special meeting (the “**Meeting**”) of the shareholders of Bluestone Resources Inc. (the “**Company**” or “**Bluestone**”) will be held at **9:00 a.m. (Pacific Time) on Wednesday, May 20, 2020** at Suite 230, 830 West Pender Street, Vancouver, British Columbia, to:

1. receive and consider the audited annual consolidated financial statements of the Company for the fiscal period ended December 31, 2019, with the report of the auditors therein;
2. elect eight directors and fix their terms of office;
3. appoint PricewaterhouseCoopers LLP as auditors of the Company for the ensuing year and authorize the directors to fix their remuneration;
4. consider and, if thought fit, pass an ordinary resolution to ratify, confirm, and approve the Company’s amended Stock Option Plan as described in the Information Circular;
5. consider and, if deemed appropriate, to pass, with or without variation, an ordinary resolution to approve a Restricted Share Unit Plan for the Company, as more fully described in the Information Circular; and
6. transact any other business as may properly come before the Meeting or any adjournments thereof.

You have the right to vote your shares if you were a Bluestone shareholder on April 15, 2020, the record date for the Meeting which was fixed by resolution of the Board of Directors of the Company.

If you are unable to attend the Meeting, you are encouraged to vote your proxy by mail, internet, or telephone. Please see information in the Information Circular on how to vote. To be valid, your proxy must be received by Computershare, the Company’s transfer agent, no later than 9:00 a.m. (Pacific Time) on May 15, 2020, or not later than 48 hours before the time of any adjourned Meeting (excluding Saturdays, Sundays and holidays). The Chair of the Meeting has the discretion to accept late proxies.

If you have any questions relating to the Meeting, please contact the Company by calling 604-646-4534, or by email at info@bluestonerresources.ca.

Dated at Vancouver, British Columbia this 15th day of April 2020.

BY ORDER OF THE BOARD OF DIRECTORS

“Jack Lundin”

Jack Lundin
Chief Executive Officer and Director