OCEANIC IRON ORE CORP.

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting of the Shareholders of **OCEANIC IRON ORE CORP.** (hereinafter called the "**Company**") will be held on **Friday, December 18, 2026,** at Suite 3083 – 595 Burrard Street, Vancouver, British Columbia, V7X 1L3 at 11:00 AM (Vancouver time) (the "**Meeting**"), for the following purposes:

1. To receive and consider the audited financial statements of the Company for the year ended December 31, 2025 and the Auditor's Report thereon;

2. To fix the number of directors and to elect the directors to serve until the Company's next annual general meeting (see "*Fixing the Number of Directors and Election of Directors*" in the Company's management information circular dated November 2, 2026 (the "**Information Circular**");

3. To appoint Saturna Group Chartered Professional Accountants LLP, as the Company's auditor until the Company's next annual general meeting and to authorize the directors to fix the remuneration to be paid to the auditor (see "*Appointment and Remuneration of Auditors*" in the Information Circular);

4. To consider and, if thought fit, pass an ordinary resolution to ratify, confirm, and approve the Company's stock option plan (see *"Re-Approval of the Stock Option Plan*" in the Information Circular); and

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

Accompanying this Notice is the Information Circular and a Proxy Form with notes to Proxy.

The Company intends to hold the Meeting in person. The Company encourages shareholders to vote their shares in advance of the Meeting via mail, telephone or online. No management presentation will be made at the Meeting.

If any shareholder does wish to attend the Meeting in person, please contact (604) 566-9080 or info@oceanicironore.com in order for arrangements to be made.

A shareholder who is unable to attend the Meeting in person and who wishes to ensure that such shareholder's shares will be voted at the Meeting is requested to complete, date and sign the enclosed form of proxy and deliver it in accordance with the instructions set out in the form of proxy and in the information circular.

The enclosed Proxy is solicited by Management, and you may amend it, if you so desire, by striking out the names listed therein and inserting in the space provided the name of the person you wish to represent you at the Meeting.

NOTICE-AND-ACCESS

The Company is using the notice-and-access ("**Notice-and-Access**") model for delivery of meeting materials to shareholders of common shares of the Company ("**Shareholders**"). Notice-and-Access provisions allow reporting issuers to post electronic versions of proxy-related materials on the System for Electronic Data Analysis and Retrieval+ ("**SEDAR+**") and a non-SEDAR+ website, rather than delivering the materials by mail. The use of Notice-and-Access provisions reduces paper waste and mailing costs to the Company. For the Company to employ Notice-and-Access provisions, it must send a notice to shareholders indicating that the proxy-related materials have been posted electronically and explaining how a shareholder can access them or obtain a paper copy of those materials from the Company. The required elements of such notice have been provided in this Notice.

Therefore, instead of receiving the Information Circular by mail, you may view it electronically by visiting https://oceanicironore.com/investors/agm/ or the Company's SEDAR+ profile at www.sedarplus.ca.

HOW DO I OBTAIN A PRINTED COPY OF THE CIRCULAR?

To obtain a printed paper copy of the Information Circular, please contact the Company at 1-888-955-9362 (toll-free Canada/U.S.), 1-604-566-9080 (local or outside Canada/U.S.) or info@oceanicironore.com. The Company will, upon request, mail a paper copy of the Information Circular at no cost within three business days following receipt of such request, if received before the Meeting and within ten calendar days following receipt of such request, if received after the Meeting. To receive a printed copy of the Information Circular before the voting deadline for the Meeting of 11:00 a.m. (Vancouver Time) on Wednesday December 16, 2026, your request must be received no later than December 2, 2026. Following the Meeting, the documents will remain available on the websites listed above for a period of one year.

For additional information about Notice-and-Access provisions, shareholders may contact the Company's transfer agent, Computershare, at http://www.computershare.com/noticeandaccess or 1-866-964-0492 (toll-free Canada/U.S.).

VOTING IS SIMPLE. PLEASE VOTE TODAY.

WHO CAN VOTE?

Holders of common shares of Oceanic Iron Ore Corp. on the record date of November 2, 2026 are entitled to receive notice and to vote at the Meeting.

HOW DO I VOTE?

There are several convenient ways to vote your shares including online and via telephone. You will find attached to this notice, a form of proxy or a voting instruction form containing detailed instructions on how to exercise your voting rights.

	Beneficial Shareholders *Shares held with a broker, bank or other intermediary.*	**Registered Shareholders** *Shares held in own name and represented by a physical certificate.*
Online:	www.proxyvote.com	www.investorvote.com
Phone:	Phone: 1-800-474-7493	Phone: 1-866-732-8683
Mail:	Return the voting instruction form in the enclosed envelope.	Return the form of proxy in the enclosed envelope.

Please submit your vote well in advance of the proxy deposit deadline on Wednesday, December 16, 2026 at 11:00 a.m. (Vancouver Time).

DATED at Vancouver, British Columbia, this 2nd day of November, 2026.

BY ORDER OF THE BOARD,

"Steven Dean"

Steven Dean
Chairman and Director