

SENATOR MINERALS INC.

1600 – 609 Granville Street
Vancouver, B.C. V7Y 1C3
Tel: (403) 278-3894
Fax : (403) 212-1302

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING

NOTICE is hereby given that the Annual General and Special Meeting (the "Meeting") of **Senator Minerals Inc.** (the "Company") will be held on **Thursday, January 2, 2014** at 10:00 a.m. (Vancouver time) at 1600 – 609 Granville Street, Vancouver, BC V7Y 1C3, for the following purposes:

1. To receive and consider the Audited Financial Statements for the fiscal year ended December 31, 2012, together with Auditors' Report thereon, and to receive and consider the Company's Report to Shareholders.
2. To re-appoint Dale Matheson Carr-Hilton Labonte, Chartered Accountants, as auditor of the Company for the ensuing year, at a remuneration to be fixed by the Directors.
3. To set the number of Directors for the ensuing year at four (4).
4. To elect Directors to hold office until the next annual meeting of the Company.
5. To re-approve the Company's stock option plan, as more particularly described under the heading "Re-Approval of Stock Option Plan" in the accompanying Information Circular.
6. To pass a special resolution to approve the continuation of the Company under the *Business Corporations Act* (British Columbia) and new articles as necessary, as more particularly described under the heading "Continuation into British Columbia" in the accompanying Information Circular;
7. To transact such other business as may properly come before the Meeting or any adjournment thereof.

Take notice pursuant to the *Business Corporations Act* (Ontario) (the "Ontario Act") that you may, at or prior to the meeting at which the special resolution for continuation of the Company from the Province of Ontario to the Province of British Columbia pursuant to Section 185 of the Ontario Act is to be passed, give to the Company a notice of dissent by registered mail addressed to the Company at its head office address located at 1600 – 609 Granville Street, Vancouver, B.C. V7Y 1C3 Attention: President, with respect to the said special resolution for continuation. As a result of giving a notice of dissent you may, on receiving from the Company a notice of intention to act under section 185 of the Ontario Act, require the Company to purchase all your shares in respect of which the notice of dissent was given. If the Company does not proceed with the proposed continuation, it will not be obliged to purchase any shares in respect of which a notice of dissent has been given. Dissenting shareholders should note that the exercise of dissent rights can be complex, time-sensitive and an expensive procedure and may result in the Company abandoning the continuance. Dissenting shareholders should consult their legal advisors with respect to the legal rights available to them in relation to the proposed continuation.

An Information Circular accompanies this Notice. The Information Circular contains details of matters to be considered at the Meeting.

If you are unable to attend the Meeting in person, you may still vote on the above items by submitting a Proxy. A form of Proxy has been provided in this package, together with an Information Circular which

forms part of this Notice. Please refer to the Notes to the Proxy for instructions on completing the Proxy. To be effective, the Proxy must be completed, dated, signed and returned within the time limits and in accordance with the instructions set out in the Notes. As stated in the Notes, the enclosed Proxy is solicited by or on behalf of management of the Company, and the persons named as proxyholder are directors and/or officers of the Company, or nominees selected by management. You may appoint another to represent you at the Meeting by striking out the names of the persons therein and inserting, in the space provided, the name of the person you wish to represent you at the Meeting.

DATED at Vancouver, British Columbia, this 12th day of December, 2013.

By Order of the Board of Directors

Senator Minerals Inc.

“Richard W. Grayston”

Richard W. Grayston
Director, President, CEO & Corporate Secretary