



## NOTICE OF THE ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

The Annual and Special Meeting of Shareholders of Everton Resources Inc. (the “**Corporation**”) will be held in the office of Heenan Blaikie LLP, 55 Metcalfe Street, Suite 300, Ottawa, ON, K1P 6L5, on Monday, May 27, 2013, at 11:00 A.M. for the following purposes:

1. to present to shareholders the financial statements of the Corporation for the year ended October 31, 2012, as well as the auditors' report;
2. to elect the directors of the Corporation;
3. to appoint the auditors of the Corporation and to authorize the Board of Directors to establish the auditors' remuneration;
4. to confirm and approve By-Law 2013-1; and
5. to transact such other business that may properly come before the meeting.

Ottawa, March 28, 2013

**By order of the Board of Directors**

A handwritten signature in black ink, appearing to read "André Audet", is written over a horizontal line.

André Audet,  
Chairman and Chief Executive Officer

**Since it is desirable that as many shares as possible be represented and voted at the meeting, a shareholder, who is unable to attend the meeting in person, is urged to complete and return the enclosed form of proxy following the instructions therein.**