



NOTICE OF SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the special meeting (the “**Meeting**”) of shareholders (the “**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 Friday, December 13, 2013, at 11:00 a.m. (Eastern time) for the following purpose:

1. to consider and, if deemed advisable, adopt a special resolution approving a consolidation of the share capital of the Corporation on the basis of one (1) post-consolidation common share for every five (5) pre-consolidation common shares (the “**Share Consolidation Resolution**”).

Ottawa, November 7, 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

THIS IS A VERY IMPORTANT MEETING FOR THE CORPORATION AND ITS SHAREHOLDERS. YOU ARE URGED TO VOTE. In order for the Share Consolidation Resolution to be effective, the approval of not less than 66 $\frac{2}{3}$ % of the votes cast by the Shareholders present in person or represented by proxy at the Meeting must be obtained.

Shareholders of record as of 5:00 p.m. (Eastern time) on November 8, 2013 are entitled to vote at the Meeting either in person or by proxy.

If you are a registered Shareholder and are unable to attend the Meeting in person, please date and execute the accompanying form of proxy and deposit it with Computershare Trust Company of Canada, Proxy Department, 100 University Avenue, 9th Floor, Toronto, Ontario M5J 2Y1, or by fax at (416) 263-9524 or 1-866-249-7775, not later than 5:00 p.m. (Eastern time), on December 11, 2013, or not less than 48 hours (excluding Saturdays, Sundays and holidays) before the date of any adjournment or postponement of the Meeting.

If you are a non-registered Shareholder and receive these materials through your broker or through another intermediary, please complete and return the materials in accordance with the instructions provided to you by such broker or other intermediary.