

**TOP STRIKE RESOURCES CORP.**

**NOTICE OF MEETING**

**AND**

**INFORMATION CIRCULAR**

**IN RESPECT OF THE  
ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS  
TO BE HELD ON NOVEMBER 4, 2014**

**DATED SEPTEMBER 30, 2014**

**TOP STRIKE RESOURCES CORP.**  
**NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS**  
**TO BE HELD ON NOVEMBER 4, 2014**

**NOTICE IS HEREBY GIVEN** that an annual and special meeting (the “**Meeting**”) of the holders (the “**Shareholders**”) of common shares (“**Common Shares**”) of Top Strike Resources Corp. (the “**Company**”) will be held at the offices of Torys LLP, Suite 4600, 525 - 8th Avenue S.W., Calgary, Alberta, at 10 a.m. (Calgary time) on November 4, 2014 for the following purposes:

1. to receive the financial statements of the Company, together with the report of the auditors thereon for the year ended April 30, 2014 and the year ended April 30, 2013;
2. to fix the number of directors of the Company at three;
3. to elect the directors of the Company for the ensuing year;
4. to appoint the auditors of the Company for the ensuing year;
5. to approve the Company’s existing stock option plan; and
6. to transact such other business as may properly be brought before the Meeting or any adjournment or postponement thereof.

Shareholders should refer to the accompanying information circular of the Company dated September 30, 2014 for more detailed information with respect to the matters to be considered at the Meeting.

**If you are a registered Shareholder you may vote in person at the Meeting or any adjournment(s) or postponement(s) thereof, or you may appoint another person (who need not be a Shareholder) as your proxy to attend and vote in your place.** To be valid, proxies must be deposited at the office of the Company’s transfer agent, Computershare Investor Services Inc., Proxy Department, 100 University Avenue, 8th Floor, Toronto, Ontario, M5J 2Y1, by no later than 10:00 a.m. (Calgary time) on October 31, 2014 or two business days preceding the date of any adjournment or postponement. Late proxies may be accepted or rejected by the Chair of the Meeting at his discretion and the Chairman is under no obligation to accept or reject any particular late proxy.

**If you are not a registered Shareholder** and receive these materials through your broker or through another intermediary, please complete and return the form of proxy in accordance with the instructions provided to you by your broker or by the other intermediary.

The board of directors of the Company has fixed September 30, 2014 as the record date for the Meeting (the “**Record Date**”). Shareholders of record at the close of business on the Record Date are entitled to notice of the Meeting and to vote thereat or at any adjournment(s) or postponement(s) thereof on the basis of one vote for each Common Share held, except to the extent that: (i) a registered Shareholder has transferred the ownership of any Common Shares subsequent to the Record Date; and (ii) the transferee of those Common Shares produces properly endorsed share certificates, or otherwise establishes that he or she owns the Common Shares and demands, not later than 10 days before the Meeting, that his or her name be included on the list of persons entitled to vote at the Meeting, in which case, the transferee shall be entitled to vote such Common Shares at the Meeting. The transfer books will not be closed.

**BY ORDER OF THE BOARD OF DIRECTORS**

(signed) “*Dale Styner*”

Dale Styner  
President and Chief Executive Officer

September 30, 2014