

**ADMIRAL BAY RESOURCES INC.  
7060 South Tucson Way, Suite B  
Centennial, CO USA 80112**

**NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS**

**TO THE SHAREHOLDERS:**

The 2011 Annual General Meeting of the shareholders of Admiral Bay Resources Inc. (the “**Company**”) will be held at 7060 South Tucson Way, Suite B, Centennial, Colorado, USA 80112, on:

**Monday, January 31, 2011**

at 10:00 a.m. (Mountain Standard Time) for the following purposes:

1. To receive the Company’s audited consolidated financial statements for the financial year ended July 31, 2010 and the auditor’s report and management’s discussion and analysis thereon;
2. To appoint an auditor for the next year and to authorize the directors to fix the auditor’s remuneration;
3. To determine the number of directors and to elect directors;
4. To consider and, if thought fit, to approve the Company’s 2005 Stock Option Plan; and
5. To transact any other business that may properly come before the meeting and any adjournment thereof.

An Information Circular and a form of Proxy accompany this Notice. The Information Circular provides additional information relating to the matters to be dealt with at the meeting and forms part of this Notice.

A shareholder entitled to attend and vote at the meeting is entitled to appoint a proxyholder to attend and vote in his or her place. If you are unable to attend the meeting or any adjournment in person, please read the Notes accompanying the enclosed form of Proxy and then complete, sign, and date the Proxy and return it within the time and to the location set out in the Notes. The Company’s management is soliciting the enclosed form of Proxy but, as set out in the Notes, you may amend the Proxy if you wish by striking out the names listed and inserting in the space provided the name of the person you want to represent you at the meeting.

Please advise the Company of any change in your address.

DATED at Vancouver, British Columbia, this 20<sup>th</sup> day of December, 2010.

**BY ORDER OF THE BOARD OF DIRECTORS**

“Steven Tedesco”

President