

JAGER METAL CORP.
Suite 2101 – 1455 Howe Street
Vancouver, BC, V6Z 1R9 Canada

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

Notice is hereby given that the Annual General and Special Meeting (the “**Meeting**”) of the shareholders of **Jager Metal Corp.** (the “**Company**”) will be held on Monday, July 22, 2013, at the Main Floor Boardroom, 1455 Howe Street, Vancouver, British Columbia, Canada, at the hour of 11:00 a.m. (local time in Vancouver, B.C.) for the following purposes:

1. To receive the audited annual financial statements of the Company for its fiscal year ended April 30, 2012, together with the Auditor’s report thereon;
2. To fix the number of directors of the Company at four (4);
3. To elect the directors of the Company for the ensuing year;
4. To re-appoint James Stafford, Inc. Chartered Accountants, as the Company’s auditor for the ensuing fiscal year and to authorize the directors to set the auditor’s remuneration;
5. To consider, and if thought fit, to approve a special resolution increasing the authorized share capital of the Company from 100,000,000 common shares to an unlimited number of common shares;
6. To consider, and if thought fit, to approve a unanimous resolution waiving the holding of all earlier annual general meetings that the Company had been obliged to hold, from 2000 to 2012 inclusive;
7. To consider, and if thought fit, to approve an ordinary resolution adopting the Company’s Incentive Stock Option Plan (the “Plan”), the full text of which is set forth in the Information Circular accompanying this Notice;
8. To consider and, if thought fit, to approve a special resolution allowing the disinterested directors to issue up to 25% of the existing share capital to finance the acquisition of companies, businesses or assets that the independent directors identify as being strategically important to the Company, and that may result in the creation of a new control person or persons;
9. To consider and, if thought fit, pass a special resolution that the Articles of the Company be amended by changing the name of the Company from “Jager Metal Corp.” to “Jager Energy Corp.”, or to such other name as may be approved by the directors of the Company and as is acceptable with the appropriate regulatory authorities; and
10. To approve such other business as may properly come before the Meeting and any adjournments or postponements thereof.

Accompanying this Notice of Meeting is an Information Circular, audited financial statements and Management Discussion and Analysis for the year ended April 30, 2012, and a form of Proxy. The Information Circular provides additional information relating to the matters to be dealt with at the Meeting and is deemed to form part of this Notice. Only shareholders of record as of 5:00 pm

(Vancouver time) on June 21, 2013, the record date for the meeting, will be entitled to receive notice of the Meeting and to attend and vote at the Meeting or any adjournments or postponement thereof.

If you are a *registered Shareholder* of the Company you may attend the Meeting in person or be represented by proxy. If you are a registered Shareholder of the Company and unable to attend the Meeting in person, please complete, sign, date and return the enclosed form of proxy in the addressed envelope enclosed to Olympia Trust Company ("Olympia"), at the Proxy Department, Suite 1003, 750 West Pender Street, Vancouver, BC, V6C 2T8, , in the envelope provided for that purpose or, by fax: (604).484.8638, e-mail: proxy@olympiustrust.com or on the Internet: <https://secure.olympiustrust.com/proxy/> . For questions regarding the voting procedures please contact Olympia Trust at (604). 484.8637 or proxy@olympiustrust.com. Duly completed forms of proxy must be received or a vote over the internet must be submitted no later than forty-eight hours (excluding Saturdays, Sundays and statutory holidays) before the time of the Meeting, being 11:00 a.m. (Vancouver time) on July 22, 2013, or any adjournments or postponements thereof, unless the chairman of the Meeting elects to exercise his discretion to accept proxies subsequently received.

If you are a *non-registered Shareholder* of the Company you should complete and return the voting instruction form or other authorization provided to you by your broker, investment dealer, trust company or other intermediary in accordance with the instructions provided therein. **If you are a non-registered Shareholder and do not complete and return the materials in accordance with such instructions, you may lose the right to have your common shares voted at the Meeting.**

If you do not vote, or do not instruct your broker, investment dealer, bank, trust company or other intermediary how to vote, you will not be considered to be represented by proxy for the purpose of voting. Shares represented by a properly executed proxy will be voted on any ballot that may be conducted at the Meeting in accordance with your instructions and, if you specify a choice with respect to any matter to be acted upon, your common shares shall be voted accordingly. In the absence of instructions your common shares will be voted FOR each of the matters referred to in the proxy.

DATED at Vancouver, British Columbia, the 21st day of June, 2013.

BY ORDER OF THE BOARD OF JAGER METAL CORP.

"Karl Antonius"

President, CEO, CFO and Corporate Secretary