

**PROMINEX RESOURCE CORP.**

1001, 1010 Howe Street  
Vancouver, BC V6Z 1P5  
Phone – 604.566.1094

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**NOTICE OF ANNUAL GENERAL MEETING  
TO BE HELD ON 13 May 2011**

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NOTICE IS HEREBY GIVEN that the Annual General Meeting (the "Meeting") of the shareholders of Prominex Resource Corp. (the "Company"), will be held in at Meeting Room A – 2<sup>nd</sup> Floor, 1010 Howe Street, Vancouver, BC on Friday 13 May 2011 at 10:00 AM PST.

1. To set the number of directors at five (5) and;
2. To appoint the auditor for the ensuing year and;
3. To elect Directors for the Company for the ensuing year or until their successors have been duly elected or appointed;
4. To approve the Company Stock Option Plan;
5. To approve the management contract with Gordon Barron, President and CEO;
6. To approve the stock options granted to officers and directors on 19 January 2011; and
7. To transact any other business that may properly come before the Meeting and any adjournment or postponement 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.

Registered shareholders are entitled to vote at the Meeting in person or by proxy. Registered shareholders who are unable to attend the Meeting, or any adjournment or postponement thereof, in person, are requested to read, complete, sign and return the form of Proxy accompanying this Notice in accordance with the instructions set out in the form of Proxy and in the Information Circular accompanying this Notice. Unregistered shareholders who received the form of Proxy accompanying this Notice through an intermediary must deliver the Proxy in accordance with the instructions given by such intermediary.

DATED at Vancouver, BC, on 4 April 2011.

**BY ORDER OF THE BOARD**

**"Gordon Barron"**

Gordon Barron, President