



NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

TO THE SHAREHOLDERS OF PLANET MINING EXPLORATION INC.:

NOTICE IS HEREBY GIVEN that the annual general and special meeting of shareholders of Planet Mining Exploration Inc. (the “**Corporation**”) will be held at 1055 West Georgia Street, Suite 1500, Vancouver, British Columbia, on March 15, 2013 at 11:00 a.m. (Vancouver time) (the “**Meeting**”) for the following purposes:

1. to receive and consider the audited financial statements of the Corporation for the financial year ended March 31, 2012, together with the report of the auditors thereon;
2. to fix the number of directors of the Corporation for the ensuing year at six;
3. to elect directors of the Corporation for the ensuing year;
4. to appoint Cinnamon Jang Willoughby, Chartered Accountants as the auditors of the Corporation for the ensuing year and to authorize the directors to fix the remuneration to be paid to the auditors for the ensuing year;
5. to consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution, substantially in the form of the resolution set forth at Schedule “A” to the accompanying management information circular of the Corporation (the “**Circular**”), approving a change of business of the Corporation from a “junior mineral exploration company” to an “investment issuer” pursuant to the policies of the TSX Venture Exchange Inc., as more particularly described in the Circular;
6. to ratify and approve the continuation of the Share Option Plan of the Corporation dated November 8, 2011; and
7. to transact such other business as may properly come before the Meeting or any adjournment(s) or postponement(s) thereof.

Accompanying this notice of annual general and special meeting is the Circular and a form of proxy which should be read in conjunction with this notice of annual general and special meeting.

Shareholders who are unable to attend the Meeting are requested to complete, sign, date and return the enclosed form of proxy in accordance with the instructions set out in the form of proxy and in the Circular accompanying this notice of annual general and special meeting. A proxy will not be valid unless it is deposited at the office of Computershare Trust Company of Canada, Proxy Dept., 100 University Avenue, 9th Floor, Toronto, Ontario M5J 2Y1, not less than 48 hours (excluding Saturdays, Sundays and holidays) before the time fixed for the Meeting or any adjournment(s) or postponement(s) thereof. The chairperson of the Meeting has the discretion to accept proxies received after that time. Registered shareholders may also vote their proxies via telephone or the internet in accordance with the instructions set forth on the proxy.

The board of directors of the Corporation unanimously recommends that shareholders vote IN FAVOUR of the matters set forth in this notice of annual general and special meeting. In the absence of any instructions to the contrary, the common shares in the capital of the Corporation represented by proxies appointing the management designee(s) named in the accompanying form of proxy will be voted IN FAVOUR of the matters set forth in this notice of annual general and special meeting.

DATED at Vancouver, British Columbia, this 8th day of February, 2013.

**BY ORDER OF THE BOARD OF
DIRECTORS OF PLANET MINING
EXPLORATION INC.**

(signed) "David Birkenshaw"

David Birkenshaw
Chief Executive Officer and Director

If you are a beneficial shareholder of the Corporation 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 your broker or by the other intermediary. Failure to do so may result in your shares not being eligible to be voted by proxy at the Meeting.