

## VIKING GOLD EXPLORATION INC.

### NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

**NOTICE IS HEREBY GIVEN** that the Annual General and Special Meeting (the “**Meeting**”) of shareholders of Viking Gold Exploration Inc. (the “**Corporation**”) will be held at 333 Bay Street, 29<sup>th</sup> Floor, Toronto, Ontario, on Wednesday, the 26<sup>th</sup> day of February, 2014 at 3:00 p.m. (Toronto time) for the following purposes:

- (a) to receive annual financial statements of the Corporation for the fiscal year ended December 31, 2013 and the report of the auditors thereon;
- (b) to elect directors;
- (c) to appoint auditors and to authorize the directors to fix their remuneration;
- (d) to pass an ordinary resolution approving the Corporation’s previously approved rolling 10% stock option plan, as more particularly described in the accompanying Management Information Circular;
- (e) to transact such other business as may properly come before the Meeting or any adjournment thereof.

The nature of the business to be transacted at the Meeting is described in further detail in the Management Information Circular of the Corporation dated January 17, 2014 under the sections entitled “Election of Directors”, “Appointment and Remuneration of Auditors” and “Annual Approval of Stock Option Plan”.

The directors of the Corporation have fixed the close of business on January 17, 2014 as the record date for the determination of the shareholders of the Corporation entitled to receive notice of the Meeting.

Shareholders who are unable to attend the Meeting in person and who wish to ensure that their shares are voted at the Meeting are requested to date, sign and return in the envelope provided for that purpose, the enclosed form of proxy.

#### **Notice-and-Access**

The Corporation is utilizing the notice-and-access mechanism (the “**Notice-and-Access Provisions**”) that came into effect on February 11, 2013 under National Instrument 54-101 – *Communication with Beneficial Owners of Securities of a Reporting Issuer* and National Instrument 51-102 – *Continuous Disclosure Obligations*, for distribution of Meeting materials to registered and beneficial Shareholders.

#### **Website Where Meeting Materials are Posted**

The Notice-and-Access Provisions are a new set of rules that allow reporting issuers to post electronic versions of proxy-related materials (such as proxy circulars and annual financial statements) on-line, via the System for Electronic Document Analysis and Retrieval (“**SEDAR**”) and one other website, rather than mailing paper copies of such materials to Shareholders. Electronic copies of the Management Information Circular, financial statements of the Corporation for the year ended December 31, 2012 (“**Financial Statements**”) and management’s discussion and analysis of the Corporation’s results of operations and financial condition for the year ended December 31, 2012 (“**MD&A**”) may be found on the Corporation’s SEDAR profile at [www.sedar.com](http://www.sedar.com) and also on the Corporation’s website at [www.vikinggold.ca/investors-agm-materials](http://www.vikinggold.ca/investors-agm-materials). The Corporation will not use procedures known as “stratification” in relation to the use of Notice-and-Access Provisions. Stratification occurs when a reporting issuer using the Notice-and-Access Provisions provides a paper copy of the Management Information Circular to some Shareholders with this notice package. In relation to the Meeting, all Shareholders will receive the required documentation under the Notice-and-Access Provisions, which will not include a paper copy of the Management Information Circular.

## **Obtaining Paper Copies of Materials**

The Corporation anticipates that using notice-and-access for delivery to all Shareholders will directly benefit the Corporation through a reduction in both postage and material costs, and also promote environmental responsibility by decreasing the large volume of paper documents generated by printing proxy-related materials. Shareholders with questions about notice-and-access or to obtain paper copies of the Management Information Circular, Financial Statements and MD&A free of charge can call the Corporation's transfer agent, Equity Financial Trust Company, toll-free at 1-866-393-4891. A request for paper copies which are required in advance of the Meeting should be sent so that they are received by Equity by February 17, 2014 in order to allow sufficient time for Shareholders to receive the paper copies and to return their proxies or voting instruction forms to intermediaries not later than 48 hours (excluding Saturdays, Sundays and statutory holidays in the City of Toronto, Ontario) prior to the time set for the Meeting or any adjournments or postponements thereof (the "**Proxy Deadline**"). Any requests for paper copies received by the Corporation after February 17, 2014 will be delivered to Shareholders in accordance with applicable securities law.

## **Voting**

All Shareholders are invited to attend the Meeting and may attend in person or may be represented by proxy. A "**beneficial**" or "**non-registered**" Shareholder will not be recognized directly at the Meeting for the purposes of voting common shares registered in the name of his/her/its broker; however, a beneficial Shareholder may attend the Meeting as proxyholder for the registered Shareholder and vote the common shares in that capacity. Only Shareholders as of the record date are entitled to receive notice of and vote at the Meeting. Shareholders who are unable to attend the Meeting in person, or any adjournments or postponements thereof, are requested to complete, date and sign the form of proxy (registered holders) or voting instruction form (beneficial holders) and return it in the envelope provided.

All instruments appointing proxies to be used at the Meeting or at any adjournment thereof must be deposited with the Corporation's registrar and transfer agent, Equity Financial Trust Corporation, 200 University Avenue, Suite 400, Toronto, Ontario M5H 4H1, not later than 48 hours (excluding Saturdays, Sundays and holidays) prior to the time set for the Meeting or any adjournment thereof.

**DATED** at Toronto, Ontario, as of this 17th day of January, 2014.

**BY ORDER OF THE BOARD**

*"David Brace"*

David Brace  
Director