

ROYAL MONASHEE GOLD CORP.

**Annual General Meeting
to be held on August 29, 2012**

**Notice of Annual General Meeting
and
Information Circular**

July 25, 2012

ROYAL MONASHEE GOLD CORP.

3979 Willow Street
Vancouver, British Columbia, V5Z 3R4

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that an annual general meeting (the “**Meeting**”) of the shareholders of Royal Monashee Gold Corp. (the “**Company**”) will be held at 2600 – 1066 West Hastings Street, Vancouver, British Columbia, on Wednesday, August 29, 2012 at 11:00 a.m. At the Meeting, the shareholders will receive the financial statements for the year ended September 30, 2011, together with the auditor’s report thereon, and consider resolutions to:

1. elect directors for the ensuing year;
2. appoint D & H Group LLP, Chartered Accountants, as auditor of the Company for the ensuing year and authorize the directors to determine the remuneration to be paid to the auditor; and
3. transact such other business as may properly be put before the Meeting.

All shareholders are entitled to attend and vote at the Meeting in person or by proxy. The Board of Directors requests all shareholders who will not be attending the Meeting in person to read, date and sign the accompanying proxy and deliver it to Computershare Investor Services Inc. (“**Computershare**”). If a shareholder does not deliver a proxy to Computershare, Attention: Proxy Department, 100 University Avenue, 9th Floor, Toronto, Ontario, M5J 2Y1, by 11:00 a.m. (local time in Vancouver, British Columbia) on Monday, August 27, 2012 (or 48 hours, excluding Saturdays, Sundays and holidays before any adjournment of the Meeting at which the proxy is to be used), then the shareholder will not be entitled to vote at the Meeting by proxy. Only shareholders of record at the close of business on July 25, 2012 will be entitled to vote at the Meeting.

An information circular and a form of proxy accompany this notice.

DATED at Vancouver, British Columbia, the 25th day of July, 2012.

**ON BEHALF OF THE BOARD OF
ROYAL MONASHEE GOLD CORP.**

(signed) “*James S. Timms*”

James S. Timms
President, Chief Executive Officer
and Chief Financial Officer