

RENFORTH RESOURCES INC.

65 Front Street East, Suite 304, Toronto, Ontario, M5E 1B5

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that an Annual General and Special Meeting (“**Meeting**”) of the shareholders of Renforth Resources Inc. (the “**Corporation**” or “**Renforth**”) will be held on Monday June 18, 2012, at 10:00 a.m. (Toronto time) at 320 Bay Street, Suite 1600, Toronto, Ontario M5H 4A6 for the following purposes:

1. to receive the audited financial statements of the Corporation for the year ended December 31, 2011 and the auditors’ report thereon;
2. to elect directors for the ensuing year;
3. to appoint auditors for the ensuing year and to authorize the directors to fix their remuneration;
4. to approve various debt settlements to insiders;
5. to approve a share consolidation of the Corporation’s common shares; and
6. to transact such further and other business as may properly be brought before the meeting or any adjournment thereof.

The Board of Directors has fixed May 14, 2012 as the Record Date for the determination of shareholders entitled to notice of, and to vote at, this Annual General and Special Meeting and any adjournment thereof.

Accompanying this Notice of Meeting are the following documents: a Management Information Circular, dated as at May 17, 2012, Audited Annual Financial Statements for the Year Ended December 31, 2011, Form of Proxy, a Supplemental Mailing List Reply Form and a return envelope.

A shareholder who is unable to attend the Meeting in person and who wishes to ensure that such shareholder’s shares will be voted at the Meeting, is requested to complete, date and execute the enclosed form of proxy and deliver it by facsimile, by hand or by mail in accordance with the instructions set out in the form of proxy and in the Management Information Circular.

Dated in Toronto, Ontario this 17th day of May, 2012.

BY ORDER OF THE BOARD

“*Nicole Brewster*” (signed)
President and Chief Executive Officer
Renforth Resources Inc.

NOTES:

1. Shareholders registered on the books of the Corporation at the close of business on May 14, 2012 are entitled to Notice of the Meeting.
2. The directors have fixed the hour of 10:00 a.m. 48 business hours preceding the Meeting, being Thursday June 14, 2012 or any adjournment thereof, as the time before which the instrument of proxy to be used at the Meeting must be deposited with the Corporation's transfer agent, Capital Transfer Agency Inc., located at 105 Adelaide St. West, Suite 1101, Toronto, Ontario, M5H 1P9, provided that a proxy may be delivered to the Chairman of the Meeting on the day of the Meeting or any adjournment thereof prior to the time for voting.