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NOTICE OF MEETING OF  
ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

**TO:** The Shareholders of Grenville Gold Corp.

**TAKE NOTICE** the annual general meeting (the "**Meeting**") of shareholders of Grenville Gold Corp. ("**Grenville**" or the "**Company**") will be held at 8338-120<sup>th</sup> Street, Surrey, British Columbia, on Friday, May 4<sup>th</sup>, 2012, at 2:00 PM (Vancouver time), for the following purposes:

1. to table and consider the consolidated financial statements of the Company for the fiscal year ended December 31, 2011, the report of the auditors thereon and the related management discussion and analysis;
2. to fix the number of directors for the ensuing year at three (3);
3. to elect directors of the Company for the ensuing year;
4. to appoint an auditor for the Company for the ensuing year and to authorize the directors to fix the auditor's remuneration;
5. to ratify and approve the continuation of the Company's Stock Option Plan;
6. to approve a change of name of the Company.

An Information Circular accompanies this Notice. The Information Circular contains details of matters to be considered at the Meeting. As at the date hereof no other matters are contemplated. However, any permitted amendment to or variation to any matter identified in this Notice may be properly considered at the Meeting. The Meeting may also consider the transaction of such other business as may properly come before the Meeting or any adjournment thereof.

Shareholders who are unable to attend the Meeting in person and who wish to ensure that their shares will be voted at the Meeting are requested to complete, date and sign the enclosed form of Proxy and deliver it in accordance with the instructions set out in the Proxy and in the Information Circular.

An unregistered shareholder who plans to attend the Meeting must follow the instructions set out in the form of Proxy and in the Information Circular to ensure that such shareholder's shares will be voted at the Meeting. If you hold your shares in a brokerage account you are not a registered shareholder.

Dated at Surrey, British Columbia, this 30th day of March, 2012.

**BY ORDER OF THE BOARD OF DIRECTORS**

**"Sonny Janda"**

Sonny Janda

Director & Chief Executive Officer