

ST-GEORGES PLATINUM AND BASE METALS LTD.

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN THAT AN ANNUAL GENERAL AND SPECIAL MEETING (the “**Meeting**”) of the holders of common shares (“**Common Shares**”) of St-Georges Platinum and Base Metals Ltd. (the “**Corporation**”) will be held at 48 Place la Salle, Baie-Comeau, Quebec G4Z 1K3, on Tuesday, September 12, 2017 at 11:30 a.m. (Eastern Daylight Time) for the following purposes:

1. to receive and consider the audited financial statements of the Corporation for the financial year ended December 31, 2012, 2013, 2014, 2015 and 2016 and the reports of the auditor thereon;
2. to set the number of directors of the Corporation at seven (7) for the ensuing year;
3. to elect the Board of Directors of the Corporation for the ensuing year;
4. to appoint the auditor of the Corporation for the ensuing year and to authorize the Board of Directors to fix the auditor’s remuneration;
5. to consider, and if thought fit, approve the ordinary resolution, as more particularly set forth in the accompanying Management Information Circular (the “**Information Circular**”) prepared for the purpose of the Meeting, relating to the approval of the stock option plan of the Corporation;
6. to consider, and if thought fit, approve, with or without variation, the special resolution, as more particularly set forth in the Information Circular prepared for the purpose of the Meeting, authorizing the Corporation to change its name to “St-Georges Eco-Mining Corp.”, or such other name as the board of directors of the Corporation may determine and that is acceptable to the applicable regulatory authorities; and
7. to transact such other business as may be properly brought before the meeting or any adjournment thereof.

DATED this 7th day of August, 2017.

BY ORDER OF THE BOARD OF DIRECTORS

/s/ “Mark Billings”

Mark Billings
Chairman

NOTES:

- (1) Only holders of common shares of the Corporation of record at the close of business on August 8, 2017 are entitled to receive notice of the Meeting and only those holders of the common shares of the Corporation of record at the close of business on August 8, 2017, or who subsequently become shareholders and comply with the provisions of the *Canada Business Corporations Act*, are entitled to vote at the Meeting.
- (2) It is desirable that as many shares as possible be represented at the Meeting. If you do not expect to attend the Meeting and would like your shares represented, please complete the enclosed instrument of proxy and return it as soon as possible in the envelope provided for that purpose. All proxies, to be valid, must be received by Computershare Investor Services Inc., the transfer agent of the Corporation at Proxy Department, 100 University Avenue, 8th Floor, Toronto, Ontario, M5J 2Y1 or by fax within North America to 1-866-249-7775, and outside North America to (416) 263-9524 at least 48 hours prior to the

Meeting (namely, by 11:00 a.m. (Eastern Daylight Time) on September 10, 2017) or any adjournment thereof. Late proxies may be accepted or rejected by the Chairman of the Meeting in his discretion, and the Chairman is under no obligation to accept or reject any particular late proxy.