

BAYSWATER URANIUM CORPORATION

(the “Company”)

Suite 510 – 510 Burrard Street
Vancouver, BC, V6C 3A8
Telephone: (604) 687-2153

NOTICE IS HEREBY GIVEN that the 2011 annual general meeting (the “Meeting”) of shareholders of Bayswater Uranium Corporation (the “Company”) will be held in the Board Room, Suite 2080, 777 Hornby Street, Vancouver, BC on Monday, December 19, 2011, at the hour of 10:00 a.m. (PST) for the following purposes:

- (a) To receive the audited consolidated financial statements of the Company for the fiscal year ended February 28, 2011 (with comparative statements relating to the preceding fiscal period) together with the report of the auditors thereon;
- (b) To appoint auditors at a remuneration to be fixed by the directors;
- (c) To fix the numbers of directors at five (5);
- (d) To elect directors;
- (e) To consider and, if thought fit, pass with or without variation, an ordinary resolution adopting a new fixed stock option plan for the issuance of up 4,460,259 common shares of the Company and the approving the amendment of certain stock options granted thereunder, as more particularly described in the accompanying Information Circular; and
- (f) To transact such further or other business as may properly come before the Meeting or any adjournment or adjournments thereof.

An Information Circular, which includes a detailed description of the matters to be dealt with at the Meeting, accompanies this Notice.

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

Non-registered shareholders who plan to attend the Meeting must follow the instructions set out in the voting instruction form 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 the City of Vancouver, in the Province of British Columbia, on the 18th day of November, 2011.

BY ORDER OF THE BOARD OF DIRECTORS

/s/ “George Leary”

**George Leary,
President and Chief Executive Officer**