

BAYSWATER URANIUM CORPORATION

NOTICE OF SPECIAL MEETING OF SHAREHOLDERS

TAKE NOTICE THAT a special meeting (the “**Meeting**”) of the holders (“**Shareholders**”) of common shares (the “**Common Shares**”) of Bayswater Uranium Corporation (the “**Corporation**”) will be held at the offices of Cassels Brock & Blackwell LLP, Suite 2200 – 885 W. Georgia Street, Vancouver, British Columbia V6C 3E8 on June 11, 2018 at 9:30 a.m. (Vancouver time) for the following purposes:

1. to consider and, if thought advisable, approve with or without variation, an ordinary resolution to be conditional on and effective following the closing of the Business Combination to set the number of directors of the Corporation at seven (the “**Board Resolution**”);
2. to elect, conditional on and effective following the closing of the Business Combination, Wendy Berger, Anthony Georgiadis, Peter Kadens, Ben Kovler and Glen Senk as directors of the Corporation, to take effect only in the event that the Business Combination is completed (the “**Director Election Resolution**”);
3. to appoint MNP LLP as the auditor of the Corporation to hold office conditional on and effective following the closing of the Business Combination and to authorize the directors of the Corporation to fix the remuneration of the auditor so appointed, to take effect only in the event that the Business Combination is completed (the “**Auditor Resolution**”);
4. to consider and, if thought advisable, approve with or without variation, a special resolution, the full text of which is set forth in Schedule “A” to the Circular, to authorize and approve an amendment of the notice of articles and articles of the Corporation to amend the rights and restrictions of the existing class of Common Shares and redesignate such class as subordinate voting shares; and to create a class of multiple voting shares and super voting shares (the “**Amendment Resolution**”), to be implemented only in the event that all conditions to the Business Combination have been satisfied or waived (other than conditions that may be or are intended to be satisfied only after the Amendment Resolution is implemented);
5. to consider and, if thought advisable, approve with or without variation, an ordinary resolution, the full text of which is set forth in Schedule “C” to the Circular, to authorize and approve the adoption of a new equity incentive plan of the Corporation (the “**Equity Incentive Plan Resolution**”), to be implemented only in the event that the Business Combination is completed; and
6. to transact such other business as may be properly brought before the Meeting or any postponement or adjournment thereof.

The Amendment Resolution must be approved by not less than two-thirds of the votes cast by Shareholders present in person or represented by proxy at the Meeting. The Board Resolution, Director Election Resolution, Auditor Resolution and Equity Incentive Plan Resolution must be approved by a majority of the votes cast by Shareholders present in person or represented by proxy at the Meeting.

This notice of Meeting is accompanied by: (a) the Circular; and (b) either a form of proxy for registered Shareholders or a voting instruction form for beneficial Shareholders. **The Circular accompanying this notice of Meeting is incorporated into and shall be deemed to form part of this notice of Meeting.**

The record date for the determination of Shareholders entitled to receive notice of, and to vote at, the Meeting or any adjournments or postponements thereof is May 4, 2018 (the “**Record Date**”). Shareholders whose names have been entered in the register of Shareholders at the close of business on the Record Date will be entitled to receive notice of, and to vote, at the Meeting or any adjournments or postponements thereof.

A Shareholder may attend the Meeting in person or may be represented by proxy. Shareholders who are unable to attend the Meeting or any adjournments or postponements thereof in person are requested to complete, date, sign and return the accompanying form of proxy for use at the Meeting or any adjournments or postponements thereof. To be effective, the enclosed form of proxy must be received by Computershare by no later than 9:30 a.m. (Vancouver time) on June 7, 2018 or, in the case of any adjournment or postponement of the Meeting, by no later than 48 hours (excluding Saturdays, Sundays and holidays) before the time for the adjourned or postponed Meeting.

The above time limit for deposit of proxies may be waived or extended by the chair of the Meeting at his or her discretion without notice.

DATED this 11th day of May, 2018.

BY ORDER OF THE BOARD OF DIRECTORS

“Victor Tanaka”

Victor Tanaka
Chief Executive Officer