

ROSITA MINING CORPORATION

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that Rosita Mining Corporation (the “**Corporation**”) will hold its annual and special meeting (the “**Meeting**”) of shareholders (the “**Shareholders**”) at 1895, 1066 West Hastings Street, Vancouver, British Columbia, V6E 3X1 on Thursday, June 28, 2018 at 10:00 am (Pacific Daylight Time) for the following purposes:

1. to receive the audited consolidated financial statements of the Corporation for the years ended December 31, 2016 & 2017, and the auditor’s report on those statements;
2. to fix the number of directors at four;
3. to elect the directors of the Corporation for the ensuing year;
4. to appoint the auditors of the Corporation and authorize the directors to fix the auditors’ remuneration;
5. to consider, and, if thought advisable, to approve by special resolution, authorizing the Board, at its sole discretion, to apply to continue the Corporation’s business from the Province of Ontario to the Province of British Columbia;
6. to consider, and if deemed advisable, to pass (with or without variation) an ordinary resolution confirming the Corporation’s stock option plan; and
7. to transact any other business properly brought before the Meeting.

An “ordinary resolution” is a resolution passed by a least a majority of the votes cast by the Shareholders who voted in respect of that resolution at the Meeting. A “Special resolution” is a resolution passed by two-thirds of the votes cast on the resolution.

A detailed description of the matters to be acted upon at the Meeting is set forth in the accompanying Information Circular.

The Corporation has elected to use the notice-and-access provisions under National Instrument 54-101 and National Instrument 51-102 (“**Notice-and-Access Provisions**”) of the Canadian Securities Administrators for this Meeting. Notice-and-Access Provisions are a set of rules developed by the Canadian Securities Administrators that reduce the volume of materials that must be physically mailed to shareholders of the Corporation by allowing the Corporation to post the Circular and any additional materials online. Shareholders will still receive this Notice of Meeting and a form of proxy and may choose to receive a hard copy of the Circular. The Corporation will not use procedures known as 'stratification' in relation to the use of Notice-and-Access Provisions.

Please review the Circular carefully and in full prior to voting in relation to the matters set out above as the Circular has been prepared to help you make an informed decision on such matters. The Circular is available on the website of the Corporation at www.rositaminingcorp.com and under the Corporation’s profile on SEDAR at www.sedar.com. Any shareholder who wishes to receive a paper copy of the Circular should contact the Corporation’s transfer agent, TSX Trust Company at Suite 300, 200 University Avenue, Toronto, Ontario, M5H 4H1, Fax: (416) 595-9593, Toll-free: 1-866-393-4891.

This notice of annual and special meeting is accompanied by the Information Circular and either a form of proxy for registered Shareholders or a voting instruction form for beneficial shareholders (the “**Proxy**”). Copies of these materials may also be obtained from the Corporation’s transfer agent, TSX Trust Company at Suite 300, 200 University Avenue, Toronto, Ontario, M5H 4H1, Fax: (416) 595-9593, Toll-free: 1-866-393-4891.

Registered Shareholders who are unable to attend the Meeting in person are asked to complete, sign,

date and return the enclosed Proxy in accordance with the instructions set out in the Proxy and in the Information Circular accompanying this notice of meeting.

The board of directors of the Corporation has fixed the close of business on Friday, May 11, 2018, as the record date for the determination of the registered shareholders entitled to receive notice of and to vote at, the meeting and any adjournment(s) or postponement(s) thereof.

DATED the 16th day of May, 2018.

By Order of the Board of Directors

Signed "John Cook"

President & CEO