

STOCKPORT EXPLORATION INC.

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE is hereby given that the Annual General and Special Meeting (the “Meeting”) of the shareholders of Stockport Exploration Inc. (the “Company”) will be held at the office of Computershare, 1969 Upper Water Street, Suite 2008, in the City of Halifax on Thursday, April 24, 2014 at 2:00 p.m. (Atlantic Time) for the following purposes:

- i. to **receive** and consider the consolidated financial statements of the Company for the fiscal year ended October 31, 2013, together with the report of the auditors thereon;
- ii. to **elect** the Board of Directors for the forthcoming year;
- iii. to **appoint** as auditors for the forthcoming year, PricewaterhouseCoopers LLP, Chartered Accountants, at a remuneration to be fixed by the directors;
- iv. to **consider** and, if thought advisable, to **approve** an ordinary resolution to reconfirm and approve the unallocated stock options, rights or other entitlements pursuant to the Company’s Stock Option Plan (the “Plan”);
- v. to **transact** such other business as may properly be brought before the Meeting or adjournment thereof.

The Company’s Board of Directors has fixed the close of business on March 20, 2014 as the record date for determining shareholders entitled to receive notice of, and to vote at, the Meeting and any postponement or adjournment of the Meeting.

A form of proxy solicited by management of the Company respect of the Meeting is enclosed herewith.

Shareholders who are unable to be present at the Meeting are requested to sign the enclosed form of proxy and return it in the envelope provided for that purpose. To be effective, the form of proxy must be received at the offices of Computershare Investor Services Inc. (“Computershare”), 100 University Avenue, 8th Floor, Toronto, Ontario, M5J 2Y1, by not later than 2:00 p.m. (Halifax time) on April 22, 2014 or, if the Meeting is adjourned, not later than 48 hours, excluding Saturdays, Sundays or holidays, preceding the time of such adjourned Meeting, or in either case by such later date and time as the Board may determine in its sole discretion. The accompanying Information Circular provides additional information relating to the matters to be dealt with at the Meeting.

DATED at the City of Halifax, in the Province of Nova Scotia, this 26th day of March, 2014.

BY ORDER OF THE BOARD OF DIRECTORS,

Signed: “*Robert Randall*”

Robert Randall,
Chief Financial Officer and Corporate Secretary