

**TRUECLAIM EXPLORATION INC.**

**One London Place  
255 Queens Avenue  
Suite 1000  
London, Ontario  
N6A 5R8**

**NOTICE OF ANNUAL AND SPECIAL MEETING**

**NOTICE IS HEREBY GIVEN** that an annual and special meeting (the "Meeting") of shareholders of Trueclaim Exploration Inc. (the "Corporation") will be held at 2:00 p.m. (Toronto time) on Wednesday, June 22, 2011 at the offices of Dickinson Wright LLP, 18th Floor, 222 Bay Street, Toronto, Ontario for the following purposes:

1. To receive the audited financial statements of the Corporation for the fiscal year ended December 31, 2010 together with the report of the Auditors thereon;
2. to appoint PricewaterhouseCoopers LLP, Chartered Accountants as auditors of the Corporation for the ensuing year and to authorize the Directors to fix their remuneration;
3. to determine the number of directors at five (5);
4. to elect Directors for the ensuing year;
5. to consider, and if thought fit, pass an ordinary resolution, with or without variation, to re-approve the Corporation's Amended Stock Option Plan as more particularly described in the accompanying Information Circular; and
6. to transact such further or other business as may properly come before the Meeting or any adjournment or adjournments thereof.

**The accompanying Information Circular provides additional information relating to the matters to be dealt with at the Meeting and is supplemental to and expressly made a part of this Notice of Meeting.**

Only shareholders of record at the close of business on May 18, 2011 will be entitled to receive notice of, and to vote at, the Meeting or any adjournment thereof. If you are a registered shareholder of the Corporation and unable to attend the Meeting in person, please complete, date and sign the accompanying form of Proxy and deposit it with Computershare Investor Services at 9th Floor, 100 University Avenue, Toronto, Ontario M5J 2Y1 (Fax: 1-866-249-7775) by mail or fax no later than 48 hours (excluding Saturdays, Sundays and holidays) prior to the time of the Meeting, or any adjournment thereof, or deliver it to the Chair of the Meeting prior to the commencement of the Meeting or any adjournment thereof. If a registered shareholder receives

more than one form of Proxy because such shareholder owns shares registered in different names or addresses, each form of Proxy should be completed and returned.

If you are a non-registered shareholder of the Corporation and received this Notice of Meeting and accompanying materials through a broker, a financial institution, a participant, a trustee or administrator of a self-administered retirement savings plan, retirement income fund, education savings plan or other similar self-administered savings or investment plan registered under the Income Tax Act (Canada), or a nominee of any of the foregoing that holds your security on your behalf (the "Intermediary"), please complete and return the materials in accordance with the instructions provided to you by your Intermediary.

DATED at London, Ontario as of the 24th day of May, 2011.

TRUECLAIM EXPLORATION INC.

“John Carter” (signed)

John Carter  
President