

**TRUECLAIM EXPLORATION INC.**  
Suite 1400 - 1111 West Georgia Street  
Vancouver, BC V6E 4M3  
Telephone: (604) 657-7004

**NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING**

TO THE SHAREHOLDERS:

NOTICE IS HEREBY GIVEN that the annual general and special meeting (the "**Meeting**") of Trueclaim Exploration Inc. (the "**Company**") will be held at 900 - 885 West Georgia Street, Vancouver, BC, on Friday, December 4, 2015, at the hour of 11:00 a.m. (Vancouver time) for the following purposes:

- (1) to set the number of directors of the Company for the ensuing year at five (5) persons;
- (2) to elect Byron K. Coulthard, John Carter, Gerry R. Lefevre, Troy Nikolai and Brian Larsen as directors of the Company to hold office until the next annual general meeting of the Company, or until such time as their successors are duly elected or appointed in accordance with the Company's constating documents;
- (3) to appoint A Chan and Company, Chartered Accountants, as the auditors of the Company for the fiscal year ending December 31, 2015 at a remuneration to be fixed by the Board;
- (4) to receive the audited financial statements of the Company for the financial year ended December 31, 2014, and the accompanying report of the auditors;
- (5) to consider and, if thought fit, to approve an ordinary resolution to ratify, confirm and approve the Company's 2014 Stock Option Plan, as described in the Information Circular accompanying this Notice of Meeting;
- (6) to consider and, if thought fit, to approve a special resolution to adopt new articles for the Company (the "**New Articles**") which would replace the Company's current Articles (the "**Existing Articles**"), as described in the accompanying Information Circular;
- (7) to consider, and if thought fit, to approve a special resolution to include certain advance notice provisions for the nomination of directors by shareholders in certain circumstances to the New Articles or the Existing Articles (as applicable), as described in the accompanying Information Circular; and
- (8) to transact such further or other business as may properly come before the Meeting and any adjournment or postponement 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.

The Company's board of directors has fixed October 28, 2015 as the record date for the determination of shareholders entitled to notice of and to vote at the Meeting and at any adjournment or postponement thereof. Each registered shareholder at the close of business on that date is entitled to such notice and to vote at the Meeting in the circumstances set out in the accompanying Information Circular.

If you are a registered shareholder of the Company and unable to attend the Meeting in person, please complete, date and sign the accompanying form of proxy and deposit it with the Company's transfer agent,

Computershare Investor Services Inc., 9th Floor, 100 University Avenue, Toronto, Ontario M5J 2Y1 at least 48 hours (excluding Saturdays, Sundays and holidays recognized in the Province of Ontario) before the time and date of the Meeting or any adjournment or postponement thereof.

If you are a non-registered shareholder of the Company 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 securities on your behalf (the “**Intermediary**”), please complete and return the materials in accordance with the instructions provided to you by your Intermediary.

DATED at Vancouver, British Columbia, this 4<sup>th</sup> day of November, 2015.

By Order of the Board of Directors of

**TRUECLAIM EXPLORATION INC.**

*“Byron Coulthard”*

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Byron Coulthard  
President and Chief Executive Officer