

**SILVER SHIELD RESOURCES CORP.**

**NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS**

**NOTICE IS HEREBY GIVEN** that the Annual General and Special Meeting of Shareholders (the “**Meeting**”) of **SILVER SHIELD RESOURCES CORP.** (the “**Company**”) will be held at the Burlington Convention Centre Tyandaga Board Room 1120 Burloak Drive, Burlington, Ontario on Friday September 28, 2012, at the hour of 11:30 a.m. (local time), for the following purposes:

1. to receive and consider the financial statements of the Company for the financial year ended December 31, 2011, together with the report of the auditors thereon;
2. to appoint auditors of the Company for the ensuing year and authorizing the board of directors to fix the auditor’s remuneration;
3. to determine the number of Directors of the Company;
4. to elect Directors of the Company for the ensuing year;
5. to approve shares for debt to disclosed debtors.
6. to approve the issuance by way of a convertible debenture financing in the amount of \$ 3,500,000.00 to further the development of the company’s Mexican properties and for general working capital purposes.
7. to transact such further or other business as may properly come before the Meeting or any adjournment or adjournments thereof.

Accompanying this Notice of Meeting are the Circular, the form of proxy, and the Financial Statement Request Form.

**Shareholders who are unable to attend the Meeting in person are requested to read the information on the reverse of the enclosed form of proxy and then to complete, date, sign and deposit the form of proxy in accordance with the instructions set out in the proxy and in the Circular.**

BY ORDER OF THE BOARD  
(signed) “*Tim D. Towers*”

President and CEO  
Burlington, On August 27, 2012