

**SILVER SHIELD RESOURCES CORP.**  
**2 Toronto Street, Suite 212**  
**Toronto, Ontario M5C 2B5**  
**Telephone No. (647) 466-4037 Fax No. (905) 319-2997**

**NOTICE OF SPECIAL MEETING OF SHAREHOLDERS**

**NOTICE IS HEREBY GIVEN** that the Special Meeting of Shareholders (the "**Meeting**") of **SILVER SHIELD RESOURCES CORP.** (the "**Corporation**") will be held at 47 Colborne Street, Suite 307, Toronto, ON M5E 1P8 on Thursday, January 28, 2016, at 10:00 a.m. (Toronto time) for the following purposes:

1. to consider, and if deemed appropriate, pass with or without variation a special resolution approving an amendment to the Corporation's articles of incorporation to effect the creation and issuance of a new class of preferred shares, issuable in one or more series;
2. to consider, and if deemed appropriate, pass with or without variation a special resolution approving an amendment to the Corporation's articles of incorporation to change the name of the Corporation to "Gunpowder Capital Corp." or such other name as shall be acceptable to the Corporation's Board of Directors and applicable regulatory authorities;
3. to consider, and if deemed appropriate, pass with or without variation a special resolution approving an amendment to the Corporation's articles of incorporation to change the business of the Corporation; and
4. to consider, and if deemed appropriate, pass with or without variation an ordinary resolution approving the Corporation's stock option plan, as more fully described in the accompanying Management Information Circular.

**Registered Shareholders who are unable to attend the Meeting in person who wish to ensure their shares will be voted at the Meeting are asked to complete, date and sign the enclosed form of proxy, or another suitable form of proxy, and deliver it in accordance with the instructions set out in the form of proxy and in the Management Information Circular.**

**If you hold your shares in a brokerage account you are not a registered shareholder. Non-registered (beneficial) shareholders who plan to attend the Meeting must follow the instructions set out in the form of proxy or voting instruction form and in the Management Information Circular to ensure their shares will be voted at the Meeting.**

**Dated** at Toronto, Ontario, December 28, 2015.

**BY ORDER OF THE BOARD OF DIRECTORS**

(signed) "Frank Kordy"  
**Frank Kordy**  
**Interim CEO & Director**