

LA IMPERIAL RESOURCES CORP.

Suite 600 – 666 Burrard Street
Vancouver, British Columbia, V6C 2X8
Telephone (604) 689-9600 / Facsimile (604) 689-9610

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

TAKE NOTICE that the annual and special meeting (the "**Meeting**") of Shareholders of **La Imperial Resources**, (the "**Company**") will be held at Terminal City, 837 West Hastings Street, Vancouver, British Columbia, V6C 1B6, on Monday, February 6, 2012, at 9:30 a.m., Vancouver time, for the following purposes:

1. To receive the report of the Directors of the Company;
2. To receive and consider the audited financial statements of the Company for its fiscal periods ended August 31, 2008, August 31, 2009, August 31, 2010 and August 31, 2011, and the reports of the auditor thereon;
3. To fix the number of Directors of the Company at four;
4. To elect Directors of the Company for the ensuing year;
5. To appoint auditors for the ensuing year and to authorize the Directors to fix their remuneration;
6. To ratify and approve the Company's existing stock option plan;
7. To consolidate the Company's issued share capital, by Special Resolution, on the basis of one (1) new common share for up to ten (10) old common shares;
8. To consider, and if thought fit, approve a special resolution to alter the Company's Memorandum to change the name of the Company to "Consolidated La Imperial Resources Corp." or such other name as is acceptable to the applicable regulatory authorities;
9. To consider and, if deemed advisable, approve, with or without amendment, a special resolution to approve the authorizing private placement and/or shares for debt settlement; and
10. To confirm, ratify and approve all acts, deeds and things done by and the proceedings of the Directors and Officers of the Company on behalf of the Company during the preceding year; and
11. To transact such other business as may be properly transacted at such Meeting or at any adjournment thereof.

The Information Circular dated December 28, 2011 and the form of Proxy accompany this Notice. The Information Circular contains details of matters to be considered at the Meeting.

A shareholder who is unable to attend the Meeting in person and who wishes to ensure that such shareholder's shares will be voted at the Meeting is requested to complete, date and sign the enclosed form of Proxy, or another suitable form of Proxy, and deliver it by fax, by hand or by mail in accordance with the instructions set out in the form of Proxy and in the Information Circular.

DATED at Vancouver, British Columbia, this 28th day of December 2011.

BY ORDER OF THE BOARD

"Marilyn Miller"

Name
Director, President & CEO