

LA IMPERIAL RESOURCES INC.

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF THE SHAREHOLDERS

TAKE NOTICE THAT an Annual General and Special Meeting (the “Meeting”) of the shareholders of **LA IMPERIAL RESOURCES INC.** (the “Corporation”) will be held at Suite 1100 - 1111 Melville Street, Vancouver, BC V6E 3V6, on Wednesday, October 28, 2020, at the hour of 11:00 a.m. (Vancouver time) for the following purposes:

1. to receive the financial statements of the Corporation for the year ended August 31, 2016, 2017, 2018, and 2019 together with the report of the auditors thereon;
2. to fix the number of directors of the Corporation to be elected at the Meeting at four;
3. to elect the board of directors of the Corporation to serve until the next annual meeting of the shareholders or until their successors are duly elected or appointed;
4. to appoint Dale Matheson Carr-Hilton Labonte LLP, Chartered Accountants as auditors of the Corporation for the ensuing year and to authorize the directors of the Corporation to determine the remuneration to be paid to the auditors;
5. to authorize the directors of the Company to fix the remuneration to be paid to the auditors for the fiscal year ending August 31, 2020;
6. to ratify, confirm and approve the appointment of Dale Matheson Carr-Hilton Labonte LLP, as the auditors of the Company for the fiscal years ending 2016 to 2019, and to ratify and approve the remuneration that was authorized to be paid to the auditors for the fiscal year ending August 31, 2016 to 2019;
7. to consider and, if thought fit, to pass an ordinary resolution to ratify the Company’s Stock Option Plan, as described in the accompanying information circular (the “Information Circular”); and
8. to transact such further or other business as may properly come before the Meeting and any adjournment or postponement thereof.

Accompanying this Notice are the Company’s Management Information Circular, a Form of Proxy or Voting Instruction Form and a request card for use by Shareholders who wish to receive our financial statements. The accompanying Management Information Circular provides information relating to the matters to be addressed at the meeting and is incorporated into this Notice. Shareholders of record as at the close of business on September 23, 2020 (the “Record Date”) will be entitled to receive notice of and vote at the Meeting.

Shareholders are entitled to vote at the Meeting either in person or by proxy. Those unable to attend are requested to read, complete, date, sign and return the enclosed Form of Proxy or Voting Instruction Form to Computershare Investor Services Inc., at 8th Floor, 100 University Avenue, Toronto, Canada M5J 2Y1 on or before 11:00 a.m. (Vancouver time) on October 28, 2020. If you are a non-registered Shareholder of Common Shares of the Company and a non-objecting beneficial owner, and receive a voting instruction form from our transfer agent, Computershare, please complete and return the form in accordance with the instructions of Computershare. If you do not complete and return the form in accordance with such instructions, you may lose your right to vote at the meeting.

If you are a non-registered Shareholder of Common Shares of the Corporation and an objecting beneficial owner and receive these materials through your broker or through another intermediary, please complete and return the materials in accordance with the instructions provided to you by your broker or such other intermediary. If you do not complete and return the materials in accordance with such instructions, you may lose your right to vote at the Meeting.

DATED at Vancouver British Columbia as of the 23 day of September 2020

BY ORDER OF THE BOARD OF DIRECTORS

“Marilyn Miller”

Marilyn Miller
Chief Executive Officer and a Director