

**ARMADILLO RESOURCES LTD.**

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

TAKE NOTICE that the Annual General Meeting of Armadillo Resources Ltd. (hereinafter called the "Company") will be held at #411 – 470 Granville Street, Vancouver, BC, on Thursday, the 1st day of December, 2011 at the hour of 10:00 o'clock am (Vancouver time), for the following purposes:

- (a) To receive the Annual Financial Statements of the Company and the Auditors Report thereon;
- (b) To fix the number of Directors at four (4);
- (c) To elect directors for the ensuing year;
- (d) To appoint auditors for the ensuing year and to authorize the directors to fix the remuneration to be paid to the auditors;
- (e) to ratify, confirm and approve the Company's 10% rolling stock option plan, as more particularly described in the accompanying Information Circular;
- (f) To transact such further and other business as may properly come before the Meeting or any adjournments thereof.

Accompanying this Notice of Meeting is an Information Circular, Proxy Instrument and a Financial Statement return card. The accompanying Information Circular provides information relating to the matters to be addressed at the Meeting and is incorporated into this Notice.

Shareholders are entitled to vote at the Meeting either in person or by proxy. Those who are unable to attend the Meeting are requested to read, complete, sign and mail the enclosed form of Proxy in accordance with the instructions set out in the proxy and in the Information Circular accompanying this Notice not less than 48 hours before the time for the holding of the Meeting.

DATED at the City of Vancouver, in the Province of British Columbia, this 27th day of October, 2011.

ON BEHALF OF THE BOARD OF DIRECTORS  
(signed) "Les Kjosness"  
President