

FAIRMONT RESOURCES INC.
Suite 810 – 789 West Pender Street
Vancouver, BC V6C 1H2
Telephone: (604) 648-0516

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING

TO THE SHAREHOLDERS:

NOTICE IS HEREBY GIVEN that the annual general and special meeting (the “Meeting”) of Fairmont Resources Inc. (the “Company”) will be held at 195 Park Avenue, Thunder Bay, Ontario, on Thursday, April 16, 2013, at 2:00 pm (Toronto time) for the following purposes:

1. to set the number of directors of the Company for the ensuing year at four (4) persons;
2. to elect Neil Pettigrew, Greg Ball, Michael Thompson and John Bevilacqua as directors of the Company to hold office until the next annual general meeting of the Company, or until such time as their successors are duly elected or appointed in accordance with the Company’s constating documents;
3. to appoint Davidson & Company LLP, Chartered Accountants, as the auditors of the Company until the next annual general meeting of the Company and to authorize the directors of the Company to fix the remuneration to be paid to the auditors;
4. to receive the audited financial statements of the Company for the financial years ended October 31, 2012 and October 31, 2011, and the accompanying report of the auditors;
5. to consider, and if deemed advisable, approve a resolution ratifying and approving the Company’s 10% rolling Stock Option Plan as described in the Information Circular; and
6. to consider, and if deemed advisable, approve a resolution approving the consolidation of the issued and outstanding common shares of the Company on a 1 for 4 basis.

The accompanying Information Circular provides additional information relating to the matters to be dealt with at the Meeting and is supplemental to, and expressly made a part of, this Notice of Meeting.

The Company’s Board of Directors has fixed March 13, 2013 as the record date for the determination of shareholders entitled to notice of and to vote at the Meeting and at any adjournment or postponement thereof. Each registered shareholder at the close of business on that date is entitled to such notice and to vote at the Meeting in the circumstances set out in the accompanying Information Circular.

If you are a registered shareholder of the Company and unable to attend the Meeting in person, please complete, date and sign the accompanying form of proxy and deposit it with the Company’s transfer agent, Equity Financial Trust Company, 200 University Avenue, Suite 400, Toronto, ON M5H 4H1 no later than 5:00 pm (Toronto time) on April 12, 2013.

If you are a non-registered shareholder of the Company and received this Notice of Meeting and accompanying materials through a broker, a financial institution, a participant, a trustee or administrator of a self-administered retirement savings plan, retirement income fund, education savings plan or other similar self-administered savings or investment plan registered under the *Income Tax Act* (Canada), or a nominee of any of the foregoing that holds your securities on your behalf (the “Intermediary”), please complete and return the materials in accordance with the instructions provided to you by your Intermediary.

DATED at Vancouver, British Columbia, this 15th day of March, 2013.

**By Order of the Board of
FAIRMONT RESOURCES INC.**

“Neil Pettigrew”

**Neil Pettigrew
President, Chief Executive Officer and Director**