

KARIANA RESOURCES INC.

**Suite 1980, 1075 West Georgia Street
Vancouver, BC V6E 3C9
Telephone No.: (604) 688-9588
Fax No.: (778) 329-9361**

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that an annual general meeting (the “Meeting”) of Shareholders of Kariana Resources Inc. (the “Corporation”) will be held at Suite 1980, 1075 West Georgia Street, Vancouver, British Columbia on May 9, 2013 at 10:00 a.m. for the following purposes:

1. to receive and consider the audited financial statements of the Corporation for its financial year ended December 31, 2012, and the report of the auditor;
2. to elect directors of the Corporation for the ensuing year;
3. to appoint an auditor of the Corporation for the ensuing year; and
4. to approve by ordinary resolution, the amendments to the Company’s 10% rolling share option plan as more particularly described in the accompanying Information Circular.

An Information Circular and a copy of management’s discussion and analysis, the financial statements and the auditor’s report for the year ended December 31, 2012 accompany this notice. The Information Circular contains details of matters to be considered at the Meeting.

No other matters are contemplated, however any permitted amendment to or variation of any matter identified in this notice may properly be considered at the Meeting. The Meeting may also consider the transaction of such other business as may properly come before the Meeting or any adjournment thereof.

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 execute the enclosed form of proxy and deliver it in accordance with the instructions set out in the form of proxy and in the Information Circular.

If you hold your shares in a brokerage account you are not a registered shareholder. Unregistered shareholders who plan to attend the Meeting must follow the instructions set out in the form of proxy or voting instruction form to ensure that their shares will be voted at the Meeting.

DATED at Vancouver, British Columbia, April 8, 2013.

BY ORDER OF THE BOARD

“Joel Dumaresq”

**Joel Dumaresq
Chief Executive Officer and Director**