



ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE TO SHAREHOLDERS

NOTICE IS HEREBY GIVEN that an annual general and special meeting (the “**Meeting**”) of the shareholders of Zadar Ventures Ltd. (the “**Company**”) will be held 10:30 a.m. PST on February 21, 2019, at 6th Floor, 905 West Pender Street, Vancouver, BC V6C 1L6 for the following purposes:

1. to receive the audited financial statements of the Company for the fiscal years ended July 31, 2018 and July 31, 2017, together with the auditors’ report thereon;
2. to elect directors for the ensuing year. See the section entitled *Particulars of Matters to be Acted on at the Meeting – Election of Directors* in the Company’s information circular dated January 22, 2019 (the “**Circular**”);
3. to appoint Baker Tilly WM LLP (formerly Wolrige Mahon Collins Barrow LLP) as the auditors for the Company for the ensuing year and to authorize the directors to fix their remuneration. See the section entitled *Particulars of Matters to be Acted on at the Meeting – Appointment of Auditors* in the Circular;
4. to approve the continuation of the stock option plan of the Company;
5. to consider, and if thought advisable, to amend the Company’s articles to provide the directors of the Company greater flexibility in matters requiring changes to the Company’s articles. See the section entitled *Particulars of Matters to be Acted on at the Meeting – Adoption of Articles*; and
6. to transact such other business as may properly be brought before the Meeting or any adjournment thereof.

The specific details of the matters proposed to be put before the Meeting are set forth in the Circular, which is attached to this Notice of Meeting. Shareholders may be asked to consider other items of business that may be properly brought before the meeting. Information respecting the use of discretionary authority to vote on any such other business may be found in the section entitled *Particulars of Matters to be Acted on at the Meeting – Other Matters* in the Circular.

Accompanying the Notice of Meeting is a proxy or voting instruction form (“**VIF**”), as applicable, enabling you to vote at the Meeting. Please review the Circular prior to voting.

Dated at Vancouver, British Columbia, this 22nd day of January, 2019.

ON BEHALF OF THE BOARD OF DIRECTORS

/s/ Paul Gray

Paul Gray
Director, President and Chief Executive Officer