

GIMUS RESOURCES INC.

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that an annual and special meeting of the shareholders (“**Gimus Shareholders**”) of Gimus Resources Inc. (“**Gimus**”) will be held at the offices of Langlois Kronström Desjardins LLP, at 1002 Sherbrooke West, 28th Floor, Montreal, Quebec, H3A 3L6 on December 20, 2013, at 11:00 a.m. (EST) and any adjournment or adjournments thereof (the “**Meeting**”) for the following purposes, namely:

1. to receive and consider the audited financial statements of Gimus for the financial year ended September 30, 2013, together with a report of the auditor thereon;
2. to set the number of directors of Gimus at 5 and to elect Jean Lafleur, Guy Girard, Pierre Lortie, Jean Depatie and Paul Ankcorn, who have indicated their willingness to stand for election, to serve as directors of Gimus until the next annual meeting or until otherwise resolved; and
3. to appoint Raymond Chabot Grant Thornton LLP, Chartered Accountants, as independent auditor of Gimus, to hold office until the close of the next annual meeting and to authorize the board of directors to fix their remuneration.

The Meeting will then consider the following items of special business:

4. to consider and if thought fit, to pass, with or without amendment, ordinary resolutions in the form attached as Schedule “A” to the Information Circular (the “**Stock Option Plan Resolution**”) ratifying Gimus stock option plan;
5. to consider and if thought fit, to pass, with or without amendment, special resolutions in the form attached as Schedule “A” to the Information Circular (the “**ROFR Compensation Resolution**”) approving the issuance of 2,000,000 common share of Gimus (the “**Gimus ROFR Compensation**”) to Champion Iron Mines Ltd. (“**Champion**”) in consideration of Champion’s waiver and termination of its right of first refusal to acquire Fancamp Exploration Ltd.’s Lac Lamêlée South Iron property, as more particularly described in the accompanying Information Circular;
6. if the ROFR Compensation Resolution is passed, to consider and if thought fit, to pass, with or without amendment, ordinary resolutions in the form attached as Schedule “A” to the Information Circular (the “**Acquisition and Concurrent Financing Resolution**”) approving the acquisition (the “**Acquisition**”) of Fancamp Exploration Ltd.’s Lac Lamêlée South Iron property by Gimus, substantially in accordance with the terms of an agreement to purchase claims dated September 16, 2013 between Gimus, Fancamp Exploration Ltd. and Champion Iron Ore Limited (the “**Acquisition Agreement**”), and the concurrent financing, the terms of which are more particularly described in the accompanying Information Circular;
7. if the ROFR Compensation Resolution and the Acquisition and Concurrent Financing Resolution are passed, to consider and if thought fit, to pass, with or without amendment, special resolutions in the form attached as Schedule “A” to the Information Circular (the “**Name Change Resolution**”) approving a change of name to “Lamêlée Iron Ore Ltd. / Lamêlée Minerais de Fer ltée” (or to such other name as may be chosen by the directors of Gimus and acceptable to regulators), as more particularly described in the accompanying Information Circular.

The full text of the Acquisition Agreement is attached as Schedule “H” to the Information Circular.

The Board of Directors of Gimus believes that the proposed transaction is in the best interest of Gimus, and unanimously recommends that Gimus Shareholders vote in favour of the Acquisition and Concurrent Financing Resolution and Name Change Resolution.

The Meeting will then consider the following further item of business:

8. to transact such further or other business as may properly come before the meeting or any adjournment or adjournments thereof.

The details of the matters proposed to be brought before the Meeting, including the text of resolutions referred to above, are set forth in the Information Circular and in the Schedules thereto accompanying and forming part of this Notice.

The record date for the determination of Gimus Shareholders entitled to receive notice of and to vote at the Meeting is November 8, 2013. **A Gimus Shareholder may attend the Meeting in person or may be represented by proxy. Gimus Shareholders who are unable to attend the Meeting or any adjournment thereof in person are requested to date, sign and return the accompanying form of proxy for use at the Meeting or any adjournment thereof. To be effective, the enclosed proxy must be mailed so as to reach or be deposited with the office of Computershare Investor Services, 100 University Ave, 9th Floor, Toronto ON, M5J 2Y1, not later than 48 hours (excluding Saturdays, Sundays and statutory holidays) prior to the time set for the Meeting or any adjournment thereof.**

The instrument appointing a proxy shall be in writing and shall be executed by the shareholder or the shareholder's attorney authorized in writing or, if the shareholder is a corporation, under its corporate seal by an officer or attorney thereof duly authorized.

The persons named in the enclosed form of proxy for Gimus are directors and/or officers of Gimus. Each Gimus Shareholder has the right to appoint a proxy holder other than such persons, who need not be a shareholder, to attend and to act for such shareholder and on such shareholder's behalf at the Meeting. To exercise such right, the names of the nominees of management should be crossed out and the name of the shareholder's appointee should be legibly printed in the blank space provided.

Montreal, Québec
November 19, 2013

BY ORDER OF THE BOARD OF DIRECTORS

(Signed) "Pierre Barnard"
Chairman