

608, 1199 West Pender Street  
Vancouver, B.C. V6E 2R1  
T. 604.687.0300  
F. 604-687-0151

## SCORPION RESOURCES INC.

### NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

Take notice that the annual general and special meeting (the "Meeting") of Shareholders of Scorpion Resources Inc. (the "Company") will be held at Suite 608, 1199 West Pender Street, Vancouver, British Columbia, on September 25, 2015 at 10:00 a.m. (Pacific Daylight Time), for the following purposes:

1. to receive the audited financial statements of the Company for fiscal period ended March 31, 2015, the report of the auditor thereon and the related management discussion and analysis;
2. to fix the number of directors to be elected at the Meeting at four (4);
3. to elect directors of the Company for the ensuing year;
4. to re-appoint Dale, Matheson, Carr-Hilton LaBonte, LLP as auditor for the ensuing year and authorize the directors to fix the auditors' remuneration;
5. to ratify and approve the continuation of the Company's 10% rolling share option plan; and
6. to consider any permitted amendment to or variation of any matter identified in this Notice and to transact such other business as may properly come before the Meeting or any adjournment thereof.

An Information Circular accompanies this Notice. The Information Circular contains details of matters to be considered at the Meeting. The audited financial statements for the fiscal year ended March 31, 2015, the report of the auditor thereon, and the related management discussion and analysis will be made available at the Meeting and are available at [www.sedar.com](http://www.sedar.com)

Registered shareholders who are unable to attend the Meeting in person and who wish to ensure that their shares will be voted at the Meeting are asked to complete, date and sign the enclosed form of Proxy, or another suitable form of proxy, and deliver it in accordance with the instructions set out in the form of Proxy and in the Information Circular prepared for the Meeting.

**Beneficial shareholders who plan to attend the Meeting must follow the instructions set out in the Voting Instruction Form and in the Information Circular to ensure their shares will be voted at the Meeting. If you hold your shares in a brokerage account you are a Beneficial Shareholder.**

**DATED** at Vancouver, British Columbia, effective August 21, 2015

**BY ORDER OF THE BOARD**

***“John Eckersley”***

**John Eckersley, Chief Executive Officer**