

SCORPION RESOURCES INC.

**Suite 800 – 1199 West Hastings Street
Vancouver, British Columbia, V6E 3T5
Telephone No. (604) 283-1722 - Fax No. (604) 241-5996**

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 800 – 1199 West Hastings Street, Vancouver, British Columbia, on Monday, December 18, 2017 at 10 o’clock a.m. Pacific time, for the following purposes:

1. To receive and consider the financial statements of the Company for its fiscal year ended March 31, 2017, together with the auditor’s report and related management discussion and analysis;
2. To elect directors of the Company for the ensuing year;
3. To re-appoint Dale Matheson Carr-Hilton Labonte LLP, Chartered Professional Accountants, as auditor of the Company for the ensuing year and to authorize the Directors to fix the remuneration to be paid to the auditors;
4. To confirm the Company’s 10% “rolling” stock option plan, as described in the accompanying Information Circular; and
5. To approve by ordinary resolution, the adoption of the Company’s new Articles to include advance notice provisions, and other amendments, as described in the accompanying Information Circular.

An Information Circular accompanies this Notice. The Information Circular contains details of matters to be considered at the Meeting.

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 requested 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.

Non registered 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. If you hold your shares in a brokerage account you are not a registered shareholder.

Dated at Vancouver, British Columbia, effective November 14, 2017.

BY ORDER OF THE BOARD

“Quinn Field-Dyde”

**Quinn Field-Dyde
Chief Executive Officer**