

THELON DIAMONDS LTD.
Suite 908- 510 Burrard Street
Vancouver B.C. V6C 3A8

NOTICE OF MEETING

NOTICE IS HEREBY GIVEN THAT the annual general meeting (the “**Meeting**”) of the holders of common shares (the “**Shareholders**”) of Thelon Diamonds Ltd. (the “**Company**”) will be held at Suite 200, 1238 Homer Street, Vancouver, BC V6B 2Y5, on Thursday, April 27, 2017 at 10:00 a.m. (Pacific time), for the following purposes:

1. to receive the audited financial statements of the Company for the fiscal year ended August 31, 2016 and August 31, 2015 and the interim unaudited financial statements of the Company for the period ended November 30, 2016 to elect the directors of the Company to hold office until the next annual meeting of Shareholders;
2. to elect the directors of the Company to hold office until the next annual meeting of Shareholders of the Company;
3. to appoint Wolrige Mahon LLP as the Company’s auditor for the fiscal year ending August 31, 2017 and to authorize the Board of Directors to fix the remuneration to be paid to the auditor;
4. to consider and, if thought advisable, to pass, with or without amendment, a special resolution to adopt new Articles for the Company, as more particularly described in the accompanying Information Circular; and
5. to transact such other business as may be properly brought before the Meeting or any adjournment thereof.

The accompanying Information Circular provides additional information relating to the matters to be dealt with at the Meeting and is supplemental to, and expressly made a part of, this Notice of Meeting.

The Board of Directors has fixed March 23, 2017 as the record date for the determination of Shareholders entitled to receive notice of and to vote at the Meeting and at any adjournment or postponement thereof. Each registered Shareholder at the close of business on that date is entitled to receive notice and to vote at the Meeting in the circumstances set out in the accompanying Information Circular.

If you are a registered Shareholder and unable to attend the Meeting in person, please complete, date and sign the accompanying form of proxy and deposit it with the Company’s transfer agent, Computershare Investor Services Inc., at its office located on the 2nd Floor, 510 Burrard Street, Vancouver, BC V6C 3B9, by no later than 9:00 a.m. (Pacific time) on Tuesday, April 18, 2017, or at least 48 hours (excluding Saturdays, Sundays and holidays recognized in the Province of British Columbia) before the time and date of any adjournment or postponement of the Meeting.

If you are a non-registered Shareholder and received this Notice of Meeting and accompanying materials through a broker, a financial institution, a participant, a trustee or administrator of a self-administered retirement savings plan, retirement income fund, education savings plan or other similar self-administered savings or investment plan registered under the *Income Tax Act* (Canada), or a nominee of any of the foregoing that holds your securities on your behalf (the “**Intermediary**”), please complete and return the materials in accordance with the instructions provided to you by your Intermediary.

Dated at Vancouver, British Columbia as of March 23, 2017.

BY ORDER OF THE BOARD OF DIRECTORS

“/s/ Jason Walsh”

Jason Walsh
President, Chief Executive Officer and Director