

## NOTICE AND ACCESS NOTIFICATION

### ANNUAL GENERAL MEETING OF SHAREHOLDERS OF IRVING RESOURCES INC. TO BE HELD ON AUGUST 29, 2017

This notification is being provided to the shareholders of **IRVING RESOURCES INC.** (the “**Company**”) under the notice-and-access provisions for the delivery of meeting materials in respect of its annual general meeting of shareholders to be held on August 29, 2017 (the “**Meeting**”). Under notice-and-access, instead of receiving printed copies of the Company’s information circular (the “**Circular**”) and, if requested, the consolidated financial statements for the year ended February 28, 2017 and Management’s Discussion and Analysis, the Company is providing shareholders this notice with information on how they may access the Meeting materials electronically. However, together with this notification, shareholders continue to receive a proxy or voting instruction form, as applicable, enabling them to vote at the Meeting. The use of this alternative means of delivery will help reduce paper use, printing and mailing costs.

#### DATE, TIME AND LOCATION OF MEETING

Date: Tuesday, August 29, 2017

Time: 2:00 p.m. (Pacific Time)

Location: Irving Resources Inc., 999 Canada Place, Suite #404, Vancouver, B.C. V6C 3E2

#### MATTERS TO BE CONSIDERED AND/OR VOTED AT THE MEETING

1. To receive the consolidated financial statements of the Company for the financial year ended February 28, 2017, together with the auditor's report thereon. **\*For further details see the section of the Circular entitled “Particulars of Matters to be Acted Upon – Presentation of the Financial Statements”.**
2. To fix the number of directors at four. **\*For further details see the section of the Circular entitled “Particulars of Matters to be Acted Upon – Election of Directors”.**
3. To elect directors for the ensuing year. **\*For further details see the section of the Circular entitled “Particulars of Matters to be Acted Upon – Election of Directors”.**
4. To appoint the auditor for the Company and to authorize the directors to fix the auditor’s remuneration. **\*For further details see the section of the Circular entitled “Particulars of Matters to be Acted Upon – Appointment of Auditor”.**
5. To transact such other business as may be brought before the Meeting and any adjournments thereof.

#### WEBSITES WHERE MEETING MATERIALS ARE POSTED

Meeting materials can be viewed online under the Company’s profile at [www.sedar.com](http://www.sedar.com) and also at <http://www.irvresources.com/s/AGM.asp>

**Shareholders are reminded to review the Information Circular prior to voting.**

## **HOW TO OBTAIN PAPER COPIES OF THE MEETING MATERIALS**

Shareholders may request that paper copies of the Meeting materials be sent to them by postal delivery at no cost to them. Requests for paper copies of the Meeting materials should be received by the Company no later than 4:00 p.m. (Pacific Time) on August 9, 2017, being 12 business days in advance of the proxy deposit date and time set out in the accompanying proxy or voting instruction form, in order to receive the Meeting materials in advance of the proxy deposit date and Meeting date. Shareholders who wish to receive paper copies of the Meeting materials may request copies by calling the Company at (604) 682-3234 or toll free at 1-888-242-3234.

## **VOTING**

***PLEASE NOTE – YOU CANNOT VOTE BY RETURNING THIS NOTICE.*** To vote your securities you must vote online, by telephone or by mailing the enclosed proxy/voting instruction form for receipt before August 25, 2017 at 2:00 p.m. Pacific Time using the enclosed business reply envelope.

**INTERNET:** Go to *www.investorvote.com* and follow the instructions. You will need the 15-digit control number located on the bottom of the proxy/voting instruction form.

**TELEPHONE:** Call the telephone number indicated on the proxy/voting instruction form from a touch tone phone. You will need the 15-digit control number located on the bottom of the proxy/voting instruction form.

**MAIL:**           Computershare Investor Services Inc.  
                      100 University Avenue, 8<sup>th</sup> Floor  
                      Toronto, Ontario M5J 2Y1

**Shareholders with questions about the notice-and-access provisions may contact the Company at telephone (604) 682-3234 or toll-free at 1-888-242-3234**