

## **NOTICE OF ANNUAL MEETING OF SHAREHOLDERS**

**NOTICE IS HEREBY GIVEN** that the Annual Meeting of Shareholders (the “Meeting”) of Major Drilling Group International Inc. (the “Corporation”) will be held at 1000 De La Gauchetière Street West, Suite 2500, Montréal, Québec, on Friday, September 7, 2018, at 3:00 p.m. (Eastern time), for the purposes of:

- (1) receiving the consolidated financial statements for the year ended April 30, 2018, together with the auditor’s report therein;
- (2) electing the directors of the Corporation for the ensuing year;
- (3) considering an advisory resolution to accept the approach taken by the board of directors of the Corporation (the “Board”) in respect of executive compensation;
- (4) appointing Deloitte LLP as independent auditors for the ensuing year and authorizing the directors to fix the auditors’ remuneration; and
- (5) transacting such other business as may properly be brought before the Meeting or any adjournment thereof.

To ensure that a proxy is counted, the completed form of proxy must be received by AST Trust Company (Canada), Proxy Department, P.O. Box 721, Agincourt, Ontario, M1S 0A1, or by e-mail at [proxyvote@astfinancial.com](mailto:proxyvote@astfinancial.com), or by fax to 416-368-2502 or 1-866-781-3111 (toll free in Canada and the United States), on or before 3:00 p.m. (Eastern time) Wednesday, September 5, 2018 or not less than 48 hours, excluding Saturdays, Sundays and holidays, prior to the start of the Meeting, or any adjournment or postponement thereof.

The Management Proxy Circular and a form of proxy accompany this Notice of Annual Meeting of Shareholders.

### **BY ORDER OF THE BOARD**

*“Andrew McLaughlin”*  
Andrew McLaughlin  
Secretary

Moncton, New Brunswick  
July 10, 2018

**Shareholders who are unable to be present at the Meeting are requested to complete and to return the enclosed form of proxy in the envelope provided for that purpose.**