TEMEX RESOURCES CORP.

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the annual and special meeting (the "**Meeting**") of shareholders (the "**Shareholders**") of TEMEX RESOURCES CORP. ("**Temex**") will be held at the offices of Norton Rose Fulbright Canada LLP, Royal Bank Plaza, South Tower, Suite 3800 – 200 Bay Street, Toronto, Ontario, M5J 2Z4 on the 14th day of September, 2015 at 10:00 a.m. (Toronto time) for the following purposes:

1. to receive the financial statements of Temex for the financial year ended February 28, 2015 together with the auditors' report thereon (together, the "**2015 Financial Statements**");

2. to appoint auditors of Temex and to authorize the directors to fix the remuneration of the auditors;

3. to elect directors of Temex;

4. to consider and, if thought advisable, pass an ordinary resolution approving Temex's amended and restated stock option plan (the "**Stock Option Plan**"), which provides that the maximum number of common shares of Temex (each, a "**Temex Share**") that may be reserved and set aside for issuance under the Stock Option Plan shall not exceed 10% of the aggregate number of Temex Shares outstanding (the "**Stock Option Plan Resolution**");

5. to consider and, if thought advisable, pass an ordinary resolution ratifying and confirming the new general by-law of Temex, a copy of which is appended to the Circular (as defined below) as Schedule C (the "**New By-Law Resolution**");

6. to consider and, if thought advisable, pass an ordinary resolution confirming the continuation of Temex's shareholder rights plan, to be amended and restated as of September 14, 2015, between Temex and Equity Financial Trust Company, as rights agent (the "**Shareholder Rights Plan Resolution**");

7. to consider pursuant to an interim order of the Ontario Superior Court of Justice dated August 14, 2015 (the "**Interim Order**") and, if thought advisable, to pass, with or without amendment, a special resolution (the "**Arrangement Resolution**") to approve a plan of arrangement (the "**Arrangement**") under section 182 of the *Business Corporations Act* (Ontario) ("**OBCA**") whereby, among other things, (a) holders of Temex Shares will receive, in respect of each Temex Share that they hold, 0.105 of a common share of Lake Shore Gold Corp. ("**Lake Shore**"), and (b) Lake Shore will acquire all of the issued and outstanding Temex Shares; and

8. to transact such further or other business as may properly come before the Meeting or any adjournments or postponements thereof.

Particulars of the foregoing matters are set forth in the accompanying management information circular dated August 14, 2015 (the "**Circular**").

Accompanying this Notice of Meeting are: a copy of the Circular, a form of proxy or voting instruction form, a letter of transmittal (for registered shareholders) and the 2015 Financial Statements. These materials can also be viewed under Temex's profile on the SEDAR website at www.sedar.com. If you wish to receive a hard copy of any of these materials, please contact Temex at 141 Adelaide Street West, Suite 1660, Toronto, Ontario, M5H 3L5, Fax (416) 862-2244, toll free 1-866-373-6287, or email info@temexcorp.com.

The board of directors of Temex has fixed the close of business on July 16, 2015 as the record date for determining Shareholders entitled to receive notice of, and to vote at, (a) the Meeting, and (b) any adjournment or postponement of the Meeting. Shareholders who have voted by proxy may still attend the Meeting.

The specific details of the matters proposed to be put before shareholders at the Meeting and the text of the Stock Option Plan Resolution, the New By-Law Resolution, the Shareholder Rights Plan Resolution and the Arrangement Resolution are contained in the Circular. Shareholders are reminded and directed to read the Circular carefully in evaluating the matters for consideration at the Meeting.

All shareholders of record as of July 16, 2015 are entitled to vote their Temex Shares at the Meeting, or at any adjournment or postponement thereof, either in person or by proxy.

SHAREHOLDERS WHO ARE UNABLE TO ATTEND THE MEETING IN PERSON ARE REQUESTED TO COMPLETE, SIGN AND DATE THE ACCOMPANYING FORM OF PROXY IN ACCORDANCE WITH THE INSTRUCTIONS PROVIDED THEREIN AND IN THE CIRCULAR AND RETURN IT IN THE ENVELOPE PROVIDED FOR THAT PURPOSE.

A shareholder wishing to be represented by proxy at the Meeting or any adjournment or postponement thereof must deposit his, her or its duly executed form of proxy with Temex's transfer agent and registrar, TMX Equity Transfer Services, 200 University Avenue, Suite 300, Toronto, Ontario, M5H 4H1 not later than 48 hours, excluding Saturdays, Sundays and holidays, preceding the Meeting or any adjournment or postponement thereof at which the proxy is to be used. The time limit for deposit of proxies may be waived or extended by the Chairman of the Meeting at his discretion, without notice.

The instrument appointing a proxy shall be in writing and shall be executed by the shareholder or the shareholder's counsel authorized in writing or, if the shareholder is a company, by an officer or counsel thereof duly authorized.

Registered holders of Temex Shares, as recorded in the shareholder register of Temex, (each a "**Registered Shareholder**") have certain rights of dissent ("**Dissent Rights**") with respect to the Arrangement. Any Registered Shareholder who dissents from the Arrangement Resolution in accordance with Section 185 of the OBCA, as modified or supplemented by the plan of arrangement, the interim order of the Ontario Superior Court of Justice (Commercial List) (the "**Court**") rendered August 14, 2015, as may be further varied and amended, providing for, among other things, the calling and holding of the Meeting (the "**Interim Order**") and any other applicable order of the Court, will be entitled to be paid by Lake Shore the fair value of the Temex Shares held by the Registered Shareholder, determined as at close of business on the day immediately preceding the adoption by the Shareholders of the Arrangement Resolution. **The Dissent Rights must be strictly complied with in order for a Registered Shareholder to receive cash representing the fair value of Temex Shares held.** To exercise the Dissent Rights a written notice of objection to the Arrangement Resolution must be received by Temex's counsel, Norton Rose Fulbright Canada LLP (Attention: Michael Sabusco) at Royal Bank Plaza, South Tower, Suite 3800, 200 Bay Street, P.O. Box 84, Toronto, Ontario, M5J 2Z4 or by facsimile transmission at (416) 216-3930, in accordance with the instructions set out in the Circular by 5:00 p.m. (Toronto Time) on September 10, 2015, or two business days prior to any adjournment or postponement of the Meeting. A dissenting Registered Shareholder may dissent only with respect to all the Temex Shares registered in the name of the dissenting Registered Shareholder.

Anyone who is a beneficial owner of Temex Shares registered in the name of an intermediary and who wishes to dissent should be aware that only Registered Shareholders are entitled to exercise Dissent Rights in relation to the Arrangement Resolution. A Registered Shareholder who holds Temex Shares as an intermediary for one or more beneficial owners, one or more of whom wish to exercise Dissent Rights, must exercise such Dissent Rights on behalf of such holder(s). In such case, the notice should specify the number of Temex Shares held by the intermediary for such beneficial owner. A dissenting Shareholder may dissent only with respect to all the Temex Shares held on behalf of any one beneficial owner and registered in the name of the dissenting Shareholder.

THE PERSONS NAMED IN THE ENCLOSED FORM OF PROXY ARE DIRECTORS AND/OR OFFICERS OF TEMEX. EACH SHAREHOLDER OF TEMEX HAS THE RIGHT TO APPOINT A PROXYHOLDER OTHER THAN SUCH PERSONS, WHO NEED NOT BE A SHAREHOLDER, TO ATTEND AND TO ACT FOR SUCH SHAREHOLDER AND ON SUCH SHAREHOLDER'S BEHALF AT THE MEETING. TO EXERCISE SUCH RIGHT, THE NAME OF THE SHAREHOLDER'S APPOINTEE SHOULD BE LEGIBLY PRINTED IN THE BLANK SPACE PROVIDED IN THE FORM OF PROXY.

In the event of a strike, lockout or other work stoppage involving postal employees, all documents required to be delivered by a shareholder should be delivered by facsimile to TMX Equity Transfer Services at (416) 595-9593.

DATED this 14th day of August, 2015.

By Order of the Board of Directors

"Ian Campbell"

Ian Campbell
President and Chief Executive Officer