

## MURCHISON MINERALS LTD.

### NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

Dear Shareholder:

NOTICE IS HEREBY GIVEN that an annual general meeting (the “**Meeting**”) of the holders of common shares (the “**Shareholders**”) of Murchison Minerals Ltd. (the “**Corporation**” or “**Murchison**”) will be held at Corporation’s head office, Suite 810, 18 King Street East, Toronto, Ontario, at 9:00 a.m. (Toronto time) on Monday, May 4, 2015, for the following purposes:

1. To review and consider the audited financial statements of the Corporation for the years ended December 31, 2013 and December 31, 2014 and the auditor’s report thereon;
2. To appoint McGovern, Hurley, Cunningham, LLP, Chartered Accountants, as the auditor of the Corporation for the ensuing year and to authorize the directors to fix its remuneration;
3. To elect the directors of the Corporation for the ensuing year; and
4. To transact such further or other business as may properly come before the meeting and any adjournment(s) thereof.

The management information circular of the Corporation dated April 1<sup>st</sup>, 2015, accompanying this notice provides additional information with respect to the matters to be considered at the Meeting and forms part of the notice of this Meeting.

The Circular is also available on the Corporation’s website at [www.murchisonminerals.com](http://www.murchisonminerals.com) and under the Corporation’s profile on SEDAR at [www.sedar.com](http://www.sedar.com).

The directors have fixed March 30, 2015 as the record date for the determination of the shareholders of the Corporation entitled to receive notice of the Meeting. Shareholders may exercise their rights by attending the Meeting or by completing a form of proxy. **If you are unable to attend the Meeting in person, please complete, date and sign the enclosed form of proxy or voting instruction form and return it, in the envelope provided, to Computershare Investor Services Inc. at 100 University Avenue, 8th Floor, Toronto, Ontario M5J 2Y1, Fax: 1-866-249- 7775 or 416-263-9524, or complete and forward the on-line proxy form, so that it is received no later than 9:00 a.m. (Toronto time) on Thursday, April 30, 2015 (the “Proxy Deadline”), failing which such votes may not be counted.**

DATED at Toronto, Ontario, this 1<sup>st</sup> day of April 2015.

ON BEHALD OF THE BOARD OF DIRECTORS

(signed) “Jean-Charles Potvin”  
Jean-Charles Potvin  
President, CEO and Director