



OLIVUT RESOURCES LTD.

NOTICE OF ANNUAL AND SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual and Special General Meeting (the “**Meeting**”) of holders of common shares of Olivut Resources Ltd. (the “**Company**”) will be held on February 11, 2015, at 10:30 a.m. (EST) at the offices of Stikeman Elliott LLP, 53rd Floor, Commerce Court West, 199 Bay Street, Toronto, Canada for the following purposes:

1. To receive the audited financial statements of the Company as at and for the years ended October 31, 2014 and 2013;
2. To elect the directors of the Company;
3. To appoint McGovern, Hurley, Cunningham, LLP, as the auditor of the Company and to authorize the directors to fix the remuneration to be paid to the auditor; and
4. To approve the Amended and Restated Share Option Plan.

The resolutions referenced above are more particularly described in the accompanying Management Information Circular (the “**Proxy Circular**”).

Shareholders are requested to date, sign and return the enclosed form of proxy. Shareholders may also complete the form of proxy by telephone or the Internet by following the instructions provided on the proxy form. All completed proxies must be received by the Company’s transfer agent, Computershare Investor Services, before 10:30 a.m. (EST) on February 6, 2015 or if the Meeting is adjourned, at least two business days preceding the date of any adjournment of the Meeting. If returning by mail, Shareholders should use the enclosed stamped and self-addressed envelope and mail to Computershare Investor Services, 100 University Avenue, 9th Floor, Toronto, Ontario, Canada M5J 2Y1. If returning by fax, Shareholders should use 1-866-249-7775.

DATED at Toronto, this 6th day of January, 2015.

BY ORDER OF THE BOARD OF DIRECTORS

A handwritten signature in purple ink, reading "Leni F. Keough".

Leni F. Keough
President and Chief Executive Officer

Whether or not you expect to attend the Meeting in person, please complete, date, sign and return the accompanying form of proxy at your earliest convenience. The accompanying Proxy Circular provides further information respecting proxies and the matters to be considered at the Meeting and is deemed to form part of this Notice.