

GALENA INTERNATIONAL RESOURCES LTD.

625 Howe Street, Suite 1020,
Vancouver, British Columbia V6C 2T6
(604) 687-3959

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the Annual and Special General Meeting of the shareholders (the “**Meeting**”) of Galena International Resources Ltd. (hereinafter called the “**Company**”) will be held at Suite 1020, 625 Howe Street, Vancouver British Columbia, on Wednesday, the 9th day of November, 2016 at the hour of 10:00 in the forenoon (local time), for the following purposes:

1. to receive the audited consolidated financial statements of the Company for the fiscal year ended March 31, 2016 (with comparative statements relating to the preceding fiscal period) together with the report of the auditors therein;
2. to fix the number of directors at four (4);
3. to elect directors;
4. to appoint the auditors and to authorize the directors to fix their remuneration;
5. to approve an ordinary resolution providing the required annual approval of the Company’s Incentive Stock Option Plan as more particularly described in the accompanying Information Circular; and
6. to approve a special resolution approving and authorizing the adoption of updated articles of incorporation, as more particularly described in the accompanying Information Circular;
7. to approve a special resolution approving and authorizing an increase in the Company’s authorized capital to include an unlimited number of common shares, and an unlimited number of preferred shares as more particularly described in the accompanying Information Circular; and
8. to transact such further or other business as may properly come before the Meeting or any adjournment or adjournments thereof.

Accompanying this Notice is the Company’s Information Circular, a form of Proxy or Voting Instruction Form and a Financial Statement Request Form. The accompanying Information Circular provides information relating to the matters to be addressed at the Meeting and is incorporated into this Notice.

Registered Shareholders

Every registered holder of common shares (the “**Common Shares**”) at the close of business on October 6, 2016 is entitled to receive notice of, and to vote such Common Shares at the Meeting. Registered Shareholders who are unable to attend the Meeting in person and who wish to ensure that their Common Shares will be voted at the Meeting are requested to complete, sign and deliver the enclosed form of proxy c/o Computershare Investor Services Inc. (the “**Transfer Agent**”), of 100 University Avenue, 9th Floor, Toronto, Ontario M5J 2Y1. In order to be valid and acted upon at the Meeting, forms of proxy must be returned to the aforesaid address not less than 48 hours (excluding Saturdays, Sundays and holidays) before the time set for the holding of the Meeting or any adjournment(s) thereof. Further instructions with respect to the voting by proxy are provided in the form of proxy and in the Information Circular accompanying this Notice.

Non-Registered Shareholders

Shareholders may beneficially own Common Shares that are registered in the name of a broker, another intermediary or an agent of that broker or intermediary (“**Non-Registered Shareholders**”). Without specific instructions, intermediaries are prohibited from voting shares for their clients. **If you are a Non-Registered Shareholder, it is vital that the voting instruction form provided to you by the Transfer Agent, your broker, intermediary or its agent is returned according to the instructions provided in or with such form, sufficiently in advance of the deadline specified, to ensure that they are able to provide voting instructions on your behalf.**

DATED at Vancouver, British Columbia, this 13th day of October, 2016.

BY ORDER OF THE BOARD

(signed) “Mark NJ Ashcroft”

President, CEO and Director