NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS OF ARGEX TITANIUM INC.

TAKE NOTICE that an Annual and Special Meeting of Shareholders (the "**Meeting**") of ARGEX TITANIUM INC. (the "**Corporation**") will be held at 2:00 p.m. (eastern time) on Wednesday, June 27, 2018 at Fasken Martineau DuMoulin LLP, 800 Victoria Square, Suite 3700, Montreal, Québec H4Z 1E9. The purposes of the Meeting are to:

1. Receive and consider the consolidated financial statements of the Corporation for the fiscal year ended December 31, 2017 and the auditors' report thereon;
2. Elect directors;
3. Appoint an auditor and authorize the directors to fix its remuneration;
4. Consider, and if deemed advisable, adopt a resolution in the form annexed as Schedule A to the management information circular of the Corporation dated May 22, 2018 (the "**Circular**"), approving an extension of the maturity date of secured convertible notes issued by the Corporation in July 2016, as required by the Toronto Stock Exchange ("**TSX**");
5. Consider, and if deemed advisable, adopt a resolution in the form annexed as Schedule B to the Circular, approving an issuance by the Corporation of up to 25,000,000 common share purchase warrants to Mr. Mazen Alnaimi, Executive Chairman and Chief Executive Officer of the Corporation, in payment of his annual compensation for the twelve-month period from August 1, 2018 to July 31, 2019, as required by the TSX;
6. Consider, and if deemed advisable, adopt a resolution in the form annexed as Schedule C to the Circular, approving an issuance by the Corporation of up to 10,000,000 common share purchase warrants to Mr. Abderraouf Ghali, a director of the Corporation, in payment for services rendered to the Corporation, as required by the TSX;
7. Consider, and if deemed advisable, adopt a resolution in the form annexed as Schedule D to the Circular, approving an issuance by the Corporation of up to 13,250,000 common share purchase warrants to the directors of the Corporation in payment of directors' fees, as required by the TSX; and
8. Transact such other business as may properly be brought before the Meeting.

Additional information on the above matters can be found in the Circular under the headings "Election of Directors", "Appointment of Auditor", "Shareholder Approval of Extension of Maturity Date of 2016 Secured Convertible Notes" and "Shareholder Approval of Warrant Issuances".

Notice-and-Access

The Corporation has elected to use "notice-and-access" rules ("**Notice-and-Access**") under National Instrument 54-101 *Communication with Beneficial Owners of Securities of a Reporting Issuer* ("**NI 54-101**") for distribution of its Proxy-Related Materials (as defined below) to shareholders who do not hold shares of the Corporation in their own names (referred to herein as "**Beneficial Shareholders**"). Notice-and-Access is a set of rules that allows issuers to post electronic versions of proxy-related materials on SEDAR and on one additional website, rather than mailing paper copies. "**Proxy-Related Materials**" refers to the Circular, the Notice of Meeting and a voting instruction form.

The use of Notice-and-Access is more environmentally friendly as it helps reduce paper use. It also reduces the Corporation's printing and mailing costs. Beneficial Shareholders may obtain further information about Notice-and-Access by contacting Broadridge Financial Solutions, Inc. toll free at 1-855-887-2244. The Corporation is not using Notice-and-Access for delivery to shareholders who hold their shares directly in their respective names (referred to herein as "**Registered Shareholders**"). Registered Shareholders will receive paper copies of the Circular and related materials via prepaid mail.

Websites Where Proxy-Related Materials are Posted

The Proxy-Related Materials are available on the Corporation's website at www.argex.ca and under the Corporation's profile on SEDAR at www.sedar.com.

Notice Package

Although the Proxy-Related Materials have been posted on-line as noted above, Beneficial Shareholders are receiving paper copies of a notice package via prepaid mail, including this Notice of Annual and Special Meeting, containing information and documents prescribed by NI 54-101 such as: the date, time and location of the Meeting and the website addresses where the Proxy-Related Materials are posted, a voting instruction form, and supplemental mail list return card for Beneficial Shareholders to request they be included in the Corporation's supplementary mailing list for receipt of the Corporation's interim financial statements for the 2018 fiscal year.

How to Obtain Paper Copies of Proxy-Related Materials

Beneficial Shareholders may obtain paper copies of the Circular free of charge by contacting Broadridge Financial Solutions, Inc. toll free at 1-877-907-7643. Any request for paper copies which are required in advance of the Meeting should be sent so that the request is received by the Corporation by June 15, 2018 in order to allow sufficient time for Beneficial Shareholders to receive their paper copies and to return their voting instruction form by its due date. After the Meeting date, Beneficial Shareholders may obtain paper copies of the Circular free of charge by contacting the Secretary of the Corporation at 450-902-4864.

Voting

The Board of Directors has fixed the close of business on May 15, 2018 as the record date for the determination of shareholders entitled to notice of and to vote at the Meeting and at any adjournment or postponement thereof. Shareholders are urged to review the Circular before voting.

Beneficial Shareholders are encouraged to express their vote in advance by completing and signing the enclosed voting instruction form and returning it in accordance with the instructions provided to them by their broker or other intermediary.

Dated this 22nd day of May, 2018.

BY ORDER OF THE BOARD OF DIRECTORS

per: *(signed) Mazen Alnaimi*
Mazen Alnaimi
Executive Chairman and Chief Executive Officer