



VR RESOURCES LTD.
Suite 1750 – 700 West Pender Street
Vancouver, British Columbia, Canada V6C 1G8

NOTICE OF 2017 ANNUAL GENERAL AND SPECIAL MEETING

NOTICE IS HEREBY GIVEN that the 2017 annual general and special meeting (the “**Meeting**”) of the shareholders of **VR RESOURCES LTD.** (the “**Company**”) will be held in the Boardroom of the Company’s offices at Suite 1750 – 700 West Pender Street, Vancouver, British Columbia, on July 26th, 2017 at the hour of **2:00 p.m. (Vancouver Time)** for the following purposes:

1. To receive the audited financial statements of the Company for the fiscal year ended March 31, 2017 together with the report of the Auditors thereon;
2. To elect the directors of the Company for the ensuing year;
3. To re-appoint Davidson & Company, Chartered Professional Accountants, as auditors of the Company for the fiscal year ending March 31, 2018 and to authorize the directors to fix their remuneration;
4. To ratify, confirm and approve the adoption of the Company’s Stock Option Plan; and
5. To transact such further or other business as may properly come before the meeting and any adjournment or adjournments thereof.

This year, as described in the notice and access notification mailed to the shareholders, the Company is using the notice and access model for delivering this Notice and the Information Circular to shareholders, which substantially reduces the paper used in printing this Notice and the Information Circular as well as printing and mailing costs. This Notice and the Information Circular will be available on the Company’s website at www.vrr.ca, under the Company’s profile at www.sedar.com, at <http://noticeinsite.tsxtrust.com/VRResourcesAGM2017>. If you wish to receive a paper copy of the Meeting materials contact the Company directly, or please call 1-866-600-5869 or email TMXInvestorServices@tmx.com.

Shareholders of the Company who are unable to attend the meeting in person are requested to complete, sign and date a Proxy/Voting Instruction Form and to mail it to or deposit it with TSX Trust Company, 200 University Avenue, Suite 300, Toronto, Ontario, M5H 4H1. In order to be valid and acted upon at the meeting, an executed Proxy/VIF must be received by TSX Trust Company prior to 2:00 p.m. (Vancouver Time) on July 24th, 2017. Proxies/VIF’s may not be delivered to the Chairman at the meeting.

The Company has fixed the close of business on the 15th day of June, 2017 as the record date for the determination of shareholders who are entitled to receive notice of, and to vote at, the Meeting. The transfer books of the Company will not be closed. Only shareholders of the Company of record as at that date are entitled to receive notice of and to vote at the Meeting. The accompanying Information Circular provides additional information relating to the matters to be dealt with at the Meeting and is incorporated into this notice. Please advise the Company of any change in your address.

DATED at Vancouver, British Columbia, this 15th day of June, 2017.

BY ORDER OF THE BOARD

(signed) “Michael Gunning”

Michael Gunning, President