

LITHOQUEST DIAMONDS INC.
1100 – 1111 Melville Street,
Vancouver, BC V6E 3V6

**NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING
OF SHAREHOLDERS**

NOTICE IS HEREBY GIVEN that an annual general and special meeting (the “**Meeting**”) of the shareholders of Lithoquest Diamonds Inc. (the “**Company**”) will be held at Suite 2500 Park Place, 666 Burrard Street, Vancouver, British Columbia, on Thursday, January 9, 2020, at 11:00 a.m. (Vancouver Time). At the Meeting, the shareholders will receive the financial statements of the Company for the year ended March 31, 2019, together with the auditor’s reports thereon, and consider resolutions to:

1. fix the number of directors at three;
2. elect directors for the ensuing year;
3. appoint Manning Elliott LLP, Chartered Accountants, as auditor of the Company for the ensuing year and authorize the directors to determine the remuneration to be paid to the auditor;
4. to seek approval, as required by the policies of the TSX Venture Exchange, for the continuation of our Stock Option Plan, which reserves the number of common shares issuable pursuant to options granted under the Plan at a "rolling" maximum of 10% of the issued and outstanding shares at the time of any grant; and
5. transact such other business as may properly be put before the Meeting.

All shareholders are entitled to attend and vote at the Meeting in person or by proxy. The Board of Directors (the “**Board**”) requests that all shareholders who will not be attending the Meeting in person read, date and sign the accompanying proxy and deliver it to Computershare Trust Company of Canada (“**Computershare**”). If a shareholder does not deliver a proxy to Computershare, Attention: Proxy Department, 100 University Avenue, 9th Floor, Toronto, Ontario, M5J 2Y1, by 11:00 a.m. (Vancouver Time) on January 7, 2020 (or before 48 hours, excluding Saturdays, Sundays and holidays before any adjournment of the meeting at which the proxy is to be used) then the shareholder will not be entitled to vote at the Meeting by proxy. Only shareholders of record at the close of business on December 5, 2019 will be entitled to vote at the Meeting.

An information circular and a form of proxy accompany this notice.

DATED at Vancouver, British Columbia, the 5th day of December, 2019.

ON BEHALF OF THE BOARD

"Bruce Counts"

Bruce Counts

President and Chief Executive Officer