

CARIBOO ROSE RESOURCES LTD.

110-325 Howe St., Vancouver, B.C. V6C 1Z7

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NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the annual general meeting (the "Meeting") of the shareholders of Cariboo Rose Resources Ltd. (the "Company") will be held at the Company's offices, 110-325 Howe Street, Vancouver, B.C. on Tuesday, October 10, 2017 at 10:30 a.m. (local time), for the following purposes:

1. To receive the Report of the Directors, the Audited Financial Statements of the Company for the fiscal year ended February 28, 2017 and the Report of the Auditors thereon;
2. To appoint Hay & Watson, Chartered Accountants, as the Auditor for the Company and to authorize the Directors to fix the remuneration to be paid to the Auditor;
3. To set the number of Directors at six and to elect Directors of the Company for the ensuing year;
4. To consider, and if deemed appropriate, pass a resolution to approve the increase to the Company's fixed Stock Option Plan as more fully described in the accompanying Information Circular;
5. To consider other matters, including without limitation such amendments or variations to any of the foregoing resolutions, as may properly come before the Meeting or any adjournment thereof.

The accompanying Information Circular provides additional information relating to the matters to be dealt with at the Meeting and is deemed to form part of this notice.

Shareholders are entitled to vote at the Meeting either in person or by proxy. If you are unable to attend the Meeting, please read the Notes accompanying the Instrument of Proxy, complete, sign and date and return the Proxy in accordance with the instructions set out therein and in the information circular, please advise the Company of any change in your mailing address.

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

BY ORDER OF THE BOARD

"Donald D. Sharp"

Director