

**CHAMPION BEAR RESOURCES LTD.**

**Notice of the Annual and General Meeting of Shareholders  
to be held on June 15, 2018**

The Annual and General Meeting of the holders of common shares of Champion Bear Resources Ltd. will be held in the DC Boardroom at the Glencoe Club, 2<sup>nd</sup> Floor, 636 – 29th Avenue S.W., Calgary, Alberta, on June 15, 2018, at 10:00 a.m., Calgary time, to:

1. receive and consider our financial statements for the fiscal years ended December 31, 2017 and December 31, 2016, together with the report of the auditors thereon;
2. fix the number of directors to be elected at the meeting at four (4);
3. elect four (4) directors for the ensuing year;
4. appoint auditors for the ensuing year and to authorize the directors to fix their remuneration as such;
5. consider and, if advisable, to pass an ordinary resolution, the full text of which is set forth in the accompanying information circular and proxy statement (the "Management Proxy Circular"), approving the replacement of the existing fixed 20% share option plan of the Corporation with a rolling 10% share option plan and authorizing the Corporation's board of directors to make any amendments thereto that may be required for the purpose of obtaining the approval of applicable securities regulatory authorities or stock exchanges: and
6. to transact such other business as may properly come before the meeting or any adjournment or adjournments thereof.

Only shareholders of record at the close of business on May 11, 2018 (the "**Record Date**") are entitled to notice of and to attend the meeting or any adjournment or adjournments thereof and to vote thereat unless after the Record Date a holder of record transfers his or her common shares and the transferee, upon producing properly endorsed certificates evidencing such shares or otherwise establishing that he or she owns such shares, requests, not later than 10 days before the meeting, that the transferee's name be included in the list of shareholders entitled to vote, in which case such transferee shall be entitled to vote such shares at the meeting.

Shareholders may vote in person at the meeting or any adjournment or adjournments thereof, or they may appoint another person (who need not be a shareholder) as their proxy to attend and vote in their place.

**Shareholders unable to be present at the meeting are requested to date and sign the enclosed form of proxy and return it to our President, c/o of the Proxy Department, AST Trust Company (Canada), P.O. Box 721, Agincourt, Ontario M1S 0A1. In order to be valid, proxies must be received by AST Trust Company (Canada) not less than forty-eight (48) hours (excluding Saturdays, Sundays and holidays) before the time of the meeting or any adjournment thereof.**

An information circular – proxy statement of our company relating to the business to be conducted at the meeting accompanies this Notice.

Dated at Calgary, Alberta this 10<sup>th</sup> day of May, 2018.

By order of the Board of Directors

(Signed) Richard D. Kantor  
Chairman and President