

GOSSAN RESOURCES LIMITED

NOTICE OF THE ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN THAT the annual and special meeting (the "**Meeting**") of the shareholders of Gossan Resources Limited ("**Gossan**" or the "**Corporation**") will be held at the Best Western Plus Hotel, 330 York Avenue, Winnipeg, Manitoba on Wednesday, September 27, 2017 at 3:30 p.m. (local time) for the following purposes:

1. to receive the consolidated financial statements of the Corporation for the fiscal year ended March 31, 2017 together with the report of the auditors thereon;
2. to elect the directors of the Corporation;
3. to appoint MNP LLP, Chartered Accountants as the auditors of the Corporation and to authorize the directors to fix the auditors' remuneration;
4. to transact such further and other business 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 of Meeting.

SHAREHOLDERS WHO ARE UNABLE TO ATTEND THE MEETING IN PERSON SHOULD COMPLETE, DATE AND SIGN THE ENCLOSED INSTRUMENT OF PROXY, AND RETURN IT IN THE ENVELOPE PROVIDED FOR THAT PURPOSE.

Proxies to be used at the Meeting must be deposited with Proxy Dept., CST Trust Company, P.O. Box 721, Agincourt, Ontario M1S 0A1, by internet go to www.cstvotemyproxy.com, or by email scan to proxy@canstockta.com, or by facsimile to 416-368-2502 (Toll free: 1-866-781-3111 Canada & USA only) prior to 4:30 p.m. EDT on Monday, September 25, 2017.

By Order of the Board

"Douglas Reeson"

Douglas Reeson
President, Chief Executive Officer
Winnipeg, Manitoba
August 23, 2017