

**QUADRO RESOURCES LTD.**  
**1500 - 1040 WEST GEORGIA STREET**  
**VANCOUVER, BC V6E 4H1**  
**TEL 778.373.6734**

**NOTICE OF ANNUAL & SPECIAL MEETING OF SHAREHOLDERS**

TO THE SHAREHOLDERS:

NOTICE IS HEREBY GIVEN that the Annual Meeting of the shareholders of **Quadro Resources Ltd.** (“Quadro” or the “Company”) will be held on **Tuesday April 17, 2018** at **10:00 a.m.** (local time) at **1500 – 1040 West Georgia Street Vancouver, BC** for the following purposes:

1. To receive the Report of the Directors;
2. To receive the financial statements of the Company and the Auditors’ report thereon for the years ended July 31, 2014, July 31, 2015, July 31, 2016 and July 31, 2017;
3. To fix the number of directors at four;
4. To elect directors for the ensuing year;
5. To appoint auditors for the ensuing year and to authorize the directors to fix the remuneration to be paid to the auditors;
6. To approve the Company’s Stock Option Plan;
7. Approval of Grant of Options to a Director; and
8. To transact such further or other business as may properly come before the meeting and any adjournment thereof.

This notice is accompanied by a Management Information Circular, either a form of proxy for registered shareholders or a voting instruction form for beneficial shareholders. Shareholders are able to request to receive copies of the Company’s annual report (including audited consolidated financial statements and MD&A) and/or interim consolidated financial report and MD&A by marking the appropriate box on the form of proxy or voting instruction form, as applicable. The audited annual consolidated financial statements and MD&A of the Company for the years ended July 31, 2014, July 31, 2015, July 31, 2016 and July 31, 2017 can be found on SEDAR at [www.sedar.com](http://www.sedar.com).

Shareholders who are unable to attend the Meeting are requested to complete, date, sign and return the enclosed form of proxy or voting instruction form, as applicable, so that as large a representation as possible may be had at the Meeting.

The Board of Directors of the Company has, by resolution, fixed the close of business on March 13, 2018 as the record date, being the date for the determination of the registered holders of common shares entitled to receive notice of, and to vote at, the Meeting and any adjournment

thereof.

The Board of Directors of the Company has, by resolution, fixed 10:00 a.m. (Pacific Daylight Time) on April 13, 2018, or no later than 48 hours before the time of any adjourned Meeting (excluding Saturdays, Sundays and holidays), as the time before which proxies to be used or acted upon at the Meeting or any adjournment thereof shall be deposited with the Company's transfer agent.

**DATED** at Vancouver, British Columbia this 16<sup>th</sup> of March, 2018.

BY ORDER OF THE BOARD  
**Quadro resources Ltd.**

*"T. Barry Coughlan"*  
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T. Barry Coughlan, CEO