

NEW DESTINY MINING CORP.

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the Annual General and Special Meeting (the “**Meeting**”) of the shareholders (“**Shareholders**”) of **New Destiny Mining Corp.** (hereinafter called the “**Corporation or “New Destiny”**”) will be held at the offices of TSX Trust Company, 1185 West Georgia Street, Vancouver, BC, V6E 4E6 on **Friday, April 21, 2017, at 2:00 p.m.** (local time), for the following purposes:

1. To receive and consider the audited financial statements of the Corporation for the financial year ended June 30, 2016, together with the auditor's report thereon.
2. To fix the number of directors of the Corporation at four (4).
3. To elect directors of the Corporation for the ensuing year.
4. To appoint the auditors of the Corporation for the ensuing year and to authorize the directors of the Corporation to determine the remuneration to be paid to the auditors.
5. To consider and, if deemed appropriate, to pass, with or without variation, an ordinary resolution to re-approve the Corporation's 10% rolling stock option plan (the “**Plan**”), as more fully described in the accompanying management information circular (the “**Circular**”).
6. To consider and, if deemed appropriate, to pass, with or without variation, an ordinary resolution authorizing the Corporation's board of directors, in its sole discretion, to consolidate all of the issued and outstanding common shares of the Corporation, on the basis of one (1) post-consolidation common share for up to every ten (10) pre-consolidation common shares, as more fully described in the accompanying Circular.
7. To transact such other business as may properly come before the meeting or any adjournment or adjournments thereof.

This notice of Meeting is accompanied by: (a) the Circular; and (b) either a form of proxy for registered Shareholders or a voting instruction form for beneficial Shareholders. **The Circular accompanying this notice of Meeting is incorporated into and shall be deemed to form part of this notice of Meeting.**

The record date for the determination of Shareholders entitled to receive notice of, and to vote at, the Meeting or any adjournments or postponements thereof is March 10, 2017 (the “**Record Date**”). Persons who are registered shareholders at the close of business on the Record Date, will be entitled to receive notice of and vote at the Meeting and will be entitled to one vote for each share held.

A Shareholder may attend the Meeting in person or may be represented by proxy. Shareholders who are unable to attend the Meeting or any adjournments or postponements thereof in person are requested to complete, date, sign and return the accompanying form of proxy for use at the Meeting or any adjournments or postponements thereof. As a shareholder, you can choose from three different ways to vote your shares by proxy: (a) by mail or delivery in the addressed envelope provided or deposited at the offices of TSX Trust Company, 200 University Avenue, Suite 300, Toronto, Ontario, M5H 4H1, on behalf of the Corporation, so as to arrive not later than 2:00 p.m. (Vancouver time) on Wednesday, April 19, 2017, or if the Meeting is adjourned, at the latest 48 hours (excluding Saturdays, Sundays and holidays) before the time set for any reconvened meeting at which the proxy is to be used; or (b) on the internet at www.voterproxyonline.com, unless the chair of the Meeting elects to exercise his or her discretion to accept proxies received subsequently.

The above time limit for deposit of proxies may be waived or extended by the chair of the Meeting at his or her discretion without notice.

DATED this 10th day of March 2017.

BY ORDER OF THE BOARD OF DIRECTORS

“Robert Birmingham”

Robert Birmingham

Chief Executive Officer and Director