

**RED MOON RESOURCES INC.**

**NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS**

Notice is hereby given that the Annual and Special Meeting (the “Meeting”) of the Shareholders of Red Moon Resources Inc. (the “Corporation”) will be held at the Quality Hotel Harbourview, 2 Hill O’Chips, St. John’s, Newfoundland and Labrador, on Friday, the 3rd day of November, 2017 at the hour of 10:00 o’clock in the forenoon (Newfoundland time) for the following purposes:

1. To receive the audited financial statements of the Corporation for the financial year ended December 31, 2016, together with the report of the auditors thereon;
2. To fix the number of directors to be elected at the Meeting at four and to elect directors for the ensuing year;
3. To appoint auditors and authorize the directors to fix the remuneration of such auditors;
4. To consider and, if thought fit, pass, with or without amendment, a resolution to ratify and approve the Corporation’s Stock Option Plan, as set forth in the Management Information Circular accompanying this Notice;
5. To transact such other business as may properly come before the Meeting or any adjournment or adjournments thereof.

Shareholders of the Corporation who are unable to attend the Meeting in person and who wish to ensure that their shares will be voted are requested to complete and sign the enclosed form of proxy and mail it or deposit it with Computershare Trust Company of Canada, 100 University Avenue, 9<sup>th</sup> Floor, Toronto, Ontario, M5J 2Y1 not later than 48 hours (excluding Saturdays, Sundays and statutory holidays) before the time for the holding of the Meeting or any adjournment thereof. A registered shareholder may also vote by internet as per proxy instructions.

Shareholders are cautioned that the use of the mail to transmit proxies is at each shareholder’s risk.

DATED this 29<sup>th</sup> day of September, 2017.

**By Order of the Board of Directors**

(Signed) “Patrick J. Laracy” \_\_\_\_\_

Patrick J. Laracy  
President