



G A B R I E L
Rozia Montana
IN PARTNERSHIP

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the Annual and Special Meeting of the shareholders of Gabriel Resources Ltd. ("**Company**") will be held at the offices of Stikeman Elliott LLP, 666 Burrard Street, Suite 1700, Vancouver, British Columbia V6C 2X8, on Thursday, June 14, 2018 at 11:30 a.m. (Pacific Time). The meeting will have the following purposes:

- (1) to receive the audited consolidated financial statements of the Company for the year ended December 31, 2017 together with the auditors' report thereon;
- (2) to elect directors of the Company to hold office until the close of the next annual meeting;
- (3) to appoint the auditor of the Company to hold office until the close of the next annual meeting and to authorize the directors of the Company to fix its remuneration;
- (4) to consider and, if appropriate, to pass, an ordinary resolution approving an amended and restated incentive stock option plan of the Company;
- (5) to consider and, if appropriate, to pass, an ordinary resolution of the Disinterested Shareholders (as defined in the accompanying management information circular) approving an amended and restated restricted share unit plan of the Company;
- (6) to consider and, if appropriate, to pass, an ordinary resolution of the Disinterested Shareholders approving an amended and restated deferred share unit plan of the Company; and
- (7) to transact such other business as may be brought properly before the meeting or any continuation of the meeting after an adjournment or postponement.

The accompanying management information circular provides detailed information relating to the matters to be addressed at the meeting and forms part of this notice. The board of directors of the Company has fixed the close of business on May 10, 2018 as the record date to determine which shareholders are entitled to receive notice of and to vote at the meeting, or any postponement or adjournment thereof.

Shareholders are encouraged to vote in advance by completing the enclosed form of proxy. Detailed instructions on how to complete and return such proxies are provided on pages 1 to 5 of the accompanying management information circular. To be effective, the completed form of proxy must be received by the Company's transfer agent, Computershare Investor Services Inc., Proxy Department, 100 University Avenue, 8th Floor, Toronto, Ontario, M5J 2Y1, Canada, at any time prior to 11:30 a.m. (Pacific Time) on June 12, 2018.

BY ORDER OF THE BOARD OF DIRECTORS

(Signed)

Richard Brown
Corporate Secretary

DATED May 10, 2018

If you are a non-registered shareholder and you have received these materials through your broker or through another intermediary, please complete and return the voting instruction form or other authorization in accordance with the instructions provided to you by your broker or by such other intermediary. Failure to do so may result in your shares not being eligible to be voted at the meeting.