



## **HAWKEYE GOLD & DIAMOND INC.**

### **NOTICE OF ANNUAL GENERAL MEETING**

NOTICE IS HEREBY GIVEN that an Annual General Meeting of the shareholders of Hawkeye Gold & Diamond Inc. (the “**Company**”) will be held at 885 West Georgia Street, Suite 1500, Vancouver, British Columbia, on Friday, January 19, 2018 at 8:00 a.m. (Vancouver time). At the meeting, the shareholders of the Company will receive the financial statements for the year ended May 31, 2017, together with the auditor’s report thereon, and consider resolutions to:

1. appoint Charlton & Company, Chartered Accountants, as auditor of the Company for the ensuing year and to authorize the directors to determine the remuneration to be paid to the auditor;
2. elect directors for the Company for the ensuing year;
3. confirm the Company’s Stock Option Plan, as required annually by the policies of the TSX Venture Exchange, as more particularly set out in the section of the accompanying information circular entitled “*Particulars of Matters to be Acted Upon – Confirming Stock Option Plan*”; and
4. to consider any amendment to or variation of any matter identified in this Notice and to transact such other business as may properly be brought before the Meeting.

All shareholders are entitled to attend and vote at the meeting in person or by proxy. The board of directors of the Company requests all shareholders who will not be attending the meeting in person to read, date and sign the accompanying proxy and deliver it to Computershare Investor Services Inc. If a shareholder does not deliver a proxy to Computershare, Attention: Proxy Department, 100 University Avenue, 9th Floor, Toronto, Ontario, M5J 2Y1 by 8:00 a.m. (Vancouver time) on January 17, 2018 (or at least 48 hours, excluding Saturdays, Sundays and holidays, before any adjournment of the meeting at which the proxy is to be used), then the shareholder will not be entitled to vote at the meeting by proxy. Only shareholders of record at the close of business on December 15, 2017 will be entitled to vote at the meeting.

An information circular and a form of proxy accompany this notice.

**DATED** at Vancouver, British Columbia this 15<sup>th</sup> day of December, 2017.

**ON BEHALF OF THE BOARD**

*“Greg Neeld”*

**Greg Neeld**  
President and Director