

**CANUC RESOURCES CORPORATION**

**NOTICE OF ANNUAL AND SPECIAL GENERAL MEETING OF SHAREHOLDERS  
("Notice of Meeting")**

**NOTICE IS HEREBY GIVEN** that the Annual General and Special Meeting (the "**Meeting**") of shareholders of Canuc Resources Corporation (the "**Corporation**") will be held at the offices of the Corporation, 25 Adelaide Street East, Suite 1612, Toronto, Ontario Canada M5C 1Y2 on December 21, 2018, at 10:00 AM (Toronto time) for the following purposes:

1. to receive annual financial statements of the Corporation for the fiscal year ended December 31, 2017 and the report of the auditors thereon;
2. to elect directors;
3. to appoint auditors and to authorize the directors to fix their remuneration;
4. to pass, with or without variation, an ordinary resolution ratifying its rolling 10% stock option plan, as more particularly described in the accompanying Management Information Circular;
5. to consider, and if thought fit, pass a special resolution, with or without variation, authorizing the board of directors of the Corporation to consolidate the common shares of the Corporation on the basis of one (1) new common share for up to ten (10) pre-consolidation common shares issued and outstanding, and to amend the Corporation's articles accordingly; and
6. to transact such other business as may properly come before the Meeting or any adjournment thereof.

The directors of the Corporation have fixed the close of business on November 1, 2018 as the record date for the determination of the shareholders of the Corporation entitled to receive notice of the Meeting.

**DATED** at Toronto, Ontario, as of Monday, November 12, 2018.

**BY ORDER OF THE BOARD,**

*"Hubert Mockler"*

Hubert Mockler, Executive Chairman, President and  
Director