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**NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS
TO BE HELD ON JUNE 21, 2018**

NOTICE IS HEREBY GIVEN that the Annual General and Special Meeting (the “**Meeting**”) of holders (the “**Shareholders**”) of common shares (the “**Common Shares**”) of Titan Mining Corporation (the “**Corporation**” or “**Titan Mining**”) will be held in Suite 555, 999 Canada Place, Vancouver, BC, on Thursday, June 21, 2018, at 10:00 a.m. (Vancouver time), for the following purposes:

1. To receive the consolidated audited financial statements of the Corporation for the year ended December 31, 2017, together with the Auditors’ report thereon;
2. To appoint Ernst & Young, LLP, Chartered Accountants as Auditor until the next annual meeting, and to authorize the directors to fix their remuneration;
3. To fix the number of directors at six;
4. To elect directors of the Corporation for the ensuing year;
5. To pass an ordinary resolution to approve the Corporation’s Stock Option Plan as more particularly set out in the Management Information Circular accompanying this Notice of Meeting;
6. To pass an ordinary resolution to approve the Corporation’s Restricted Share Unit Plan as more particularly set out in the Management Information Circular accompanying this Notice of Meeting;
7. To pass an ordinary resolution to approve the Corporation’s Advance Notice Policy; and
8. To transact such other business as many properly come before the Meeting or any adjournment thereof.

Accompanying this Notice of Meeting is a Management Information Circular, which provides additional information relating to the business to be conducted at the Meeting, a form of proxy (the “**Proxy**”) or voting instruction form (the “**VIF**”), and a form whereby Shareholders may request that the Corporation’s annual and/or interim financial statements and corresponding management’s discussion and analysis be mailed to them.

The board of directors of the Corporation has fixed a record date as of the close of business on May 17, 2018 for purpose of determining the Shareholders of record that will be entitled to receive notice of and to vote at the Meeting or any adjournment or postponement thereof.

Proxies are being solicited by management of the Corporation. Registered Shareholders who are unable to be present in person at the Meeting are requested to date, complete and sign the enclosed Proxy and return it in the addressed envelope provided for that purpose (or use the communication means provided in the Proxy). To be valid, the completed Proxy must be deposited with the Corporation’s transfer agent, Computershare Investor Services Inc. (the “Transfer Agent”) at the following address: Computershare Investor Services Inc., Proxy Department, 100 University Avenue, 8th Floor, Toronto, Ontario M5J 2Y1 not less than forty-eight (48) hours (excluding Saturdays, Sundays and holidays) before the time of the Meeting or any adjournment or postponement thereof.

If you are a non-registered Shareholder and receive a VIF from the Transfer Agent, please complete and return the VIF in accordance with the instructions provided by the Transfer Agent. If you do not complete and return the VIF in accordance with such instructions, you may lose your right to vote at the Meeting.

If you are a non-registered Shareholder and receive these materials through your broker or through another intermediary, please complete and return the materials in accordance with the instructions provided to you by your broker or such other intermediary. If you do not complete and return the materials in accordance with such instructions, you may lose your right to vote at the Meeting.

Dated as of May 17, 2018

BY ORDER OF THE BOARD OF DIRECTORS

“Richard W. Warke”

RICHARD W. WARKE

President and Chief Executive Officer

The enclosed materials are being sent to both registered and non-registered Shareholders. If you are a non-registered Shareholder and the Corporation or its agents have sent these materials directly to you, your name and address and information about your holdings of Common Shares, have been obtained in accordance with applicable securities regulatory requirements from the intermediary holding your Common Shares on your behalf.

By choosing to send these materials to you directly, the Corporation (and not the intermediary holding your Common Shares on your behalf) has assumed responsibility for (i) delivering these materials to you, and (ii) executing your properly delivered voting instructions. Please return the enclosed Proxy or VIF in accordance with the instructions set forth therein.