

NORTHISLE COPPER AND GOLD INC.

15th Floor – 1040 West Georgia Street
Vancouver, B.C. V6E 4H1

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

TAKE NOTICE that an Annual General Meeting (the "Meeting") of the members (the "Shareholders") of **NORTHISLE COPPER AND GOLD INC.** (the "Company") will be held at 15th Floor – 1040 West Georgia Street, in the City of Vancouver, Province of British Columbia, on **Thursday, June 15, 2017** at the hour of 10:00 a.m. (local time) for the purposes of:

1. Fixing the number of Directors.
2. Electing Directors for the ensuing year.
3. Appointing an Auditor for the ensuing year, and authorizing the Directors to fix the Auditor's remuneration.
4. To consider and, if thought advisable, to pass an ordinary resolution approving the renewal of the Company's Stock Option Plan, as more fully set forth in the Information Circular accompanying this Notice of Meeting.
5. To transact such other business as may properly come before the Meeting or any adjournment thereof.

Shareholders who are unable to attend the Meeting in person are requested to date and sign the enclosed form of Instrument of Proxy and to return it to **Computershare Investor Services Inc., Proxy Department, 100 University Avenue, 8th Floor, Toronto, Ontario M5J 2Y1** not less than 48 hours (excluding Saturdays, Sundays and holidays) prior to the time of the Meeting, or any adjournment thereof, at which the person named therein purports to vote in respect thereof.

Dated at Vancouver, B.C. this 5th day of **May, 2017**.

ON BEHALF OF THE BOARD OF DIRECTORS

"John McClintock"

John McClintock
President and Chief Executive Officer