

SURGE COPPER CORP.
Suite 888-700 West Georgia Street
Vancouver, British Columbia V7Y 1G5
Telephone No.: (604) 718-5454 Fax No.: (604) 662-3791

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

TAKE NOTICE that the Annual General Meeting (the “**Meeting**”) of shareholders of **Surge Copper Corp.** (the “**Company**”) will be held at Suite 888 – 700 West Georgia Street, British Columbia, on Wednesday, September 26, 2018, at 11:00 a.m. (Vancouver Time), for the following purposes:

1. to receive and consider the audited consolidated financial statements of the Company for its fiscal year ended March 31, 2018, together with the auditor’s report thereon;
2. to set the number of directors at seven (7);
3. to elect directors of the Company for the ensuing year;
4. to re-appoint DeVisser Gray LLP, Chartered Professional Accountants, as auditor of the Company for the ensuing year and to authorize the directors to fix the auditor’s remuneration;
5. to consider and, if thought fit, approve an ordinary resolution to confirm and re-approve the Company’s Stock Option Plan, as more particularly described in the accompanying management information circular, for continuation during the ensuing year, and
6. to transact such other business as may properly come before the Meeting or any adjournment or postponement thereof.

The details of all matters proposed to be put before shareholders at the Meeting are set forth in the management information circular accompanying this Notice of Meeting. At the Meeting, shareholders will be asked to approve each of the foregoing items.

As described in the notice and access notification mailed to shareholders of the Company, the Company will deliver applicable Meeting materials to shareholders by posting the Meeting materials at <http://www.envisionreports.com/SurgeAGM2018>. This alternative means of delivery is more environmentally friendly as it will help reduce paper use and mitigate the Company’s printing and mailing costs. The Meeting materials will be available on this website as of August 24, 2018, and will remain on the website for one full year thereafter. The Meeting materials will also be available under the Company’s profile on SEDAR at www.sedar.com as of August 20, 2018. Shareholders will receive a notice and access notification which will contain information on how to obtain electronic and paper copies of the Meeting materials in advance of the Meeting. Shareholders who wish to receive paper copies of the Meeting materials may request copies from the Company by sending written notice to Suite 888, 700 West Georgia Street, Vancouver, British Columbia V7Y 1G5, or by fax to (604) 662-3791; or by telephone call to the Company at (604) 718-5454 or toll-free: 1-888-500-4587; or by email to the Company at info@surgecopper.com. Meeting Materials will be sent to such shareholders at no cost to them within three business days of their request, if such requests are received no later than five business days prior to the Meeting.

The directors of the Company have fixed August 13, 2018 as the record date for the Meeting (the “**Record Date**”). Only shareholders of record at the close of business on the Record Date are entitled to vote at the Meeting or any adjournment or postponement thereof.

If you are a registered shareholder of the Company and unable to attend the Meeting in person, please exercise your right to vote by completing and returning the accompanying form of proxy and deposit it with Computershare Trust Company of Canada. Proxies must be completed, dated, signed and returned to Computershare Trust Company of Canada, Proxy Department, at 8th Floor, 100 University Avenue, Toronto, Ontario, Canada, M5J 2Y1 by 11:00 a.m. (Vancouver time) on September 24, 2018, or if the Meeting is adjourned or postponed, not less than 48 hours (excluding Saturdays, Sundays and holidays) before the date to which the Meeting is adjourned or postponed. Telephone voting can be completed at 1-866-732-8683, voting by fax can be sent to 1-866-249-7775 or 416-263-9524 and Internet voting can be completed at www.investorvote.com.

If you are a non-registered shareholder, please follow the instructions from your bank, broker or other financial intermediary for instructions on how to vote your shares.

DATED at Vancouver, British Columbia, August 17, 2018.

BY ORDER OF THE BOARD

“Shane Ebert”

Shane Ebert
President & Chief Executive Officer