

SILVER MOUNTAIN MINES INC.
NOTICE OF ANNUAL AND SPECIAL MEETING

June 29th, 2017

TO THE VOTING SECURITYHOLDERS:

NOTICE IS HEREBY GIVEN THAT the Annual and Special Meeting of Voting Securityholders (being the holders of Class "A" common voting shares (the "**Common Shares**" each a "**Voting Securityholder**") (the "**Meeting**") of SILVER MOUNTAIN MINES INC. (the "**Corporation**") will be held Suite 1500, 640 – 5th Avenue SW, Calgary, AB T2P 3G4 on June 29th, 2017 at the hour of 9:00 a.m. (Calgary time) for the following purposes, namely:

1. to receive and consider the audited financial statements of the Corporation as at and for the year ended December 31st, 2016;
2. to fix the size of the board of directors (the "**Board**") at five (5) members;
3. to elect the directors of the Corporation for the ensuing year
4. to appoint the auditor for the ensuing year and to authorize the directors to fix the remuneration to be paid to the auditor;
5. to consider and, and if deemed advisable, approve, with or without variation, a special resolution approving to cancel any and all prior consolidation resolutions and to instead a consolidation of the issued and outstanding Common Shares on the basis of, up to one (1) post-consolidation Common Share for thirty (30) pre-consolidation Common Shares (the "**2017 Share Consolidation**"), the full text of which is set forth in the Management Information Circular accompanying this Notice; and
6. Particulars of the matters referred to above are set forth in the accompanying Management Information Circular and Proxy Statement (the "**Circular**").

Only Voting Securityholders of record at the close of business on May 26th, 2017 and Voting Securityholders after such date and prior to the Meeting will be entitled to receive notice of, and to vote at, the Meeting or any adjournments thereof, provided that, to the extent that: (i) a Voting Securityholder has transferred the ownership of any Voting Securities subsequent to such record date; and (ii) the transferee of those Voting Securities produces properly endorsed share certificates, or otherwise establishes that he or she owns the Voting Securities and demands, not later than ten days before the Meeting, that his or her name be included on the Voting Securityholder list before the Meeting, in which case the transferee shall be entitled to vote his or her Voting Securities at the Meeting.

Voting Securityholders may attend the Meeting in person or may be represented at the Meeting by proxy. Voting Securityholders who are unable to attend the Meeting in person and wish to be represented by proxy are requested to date and sign the enclosed Instrument of Proxy and to mail it to or deposit it with the Secretary of the Corporation, **c/o TSX Trust Company, 200 University Avenue, Suite 300, Toronto, Ontario M5H 4H1, or by internet www.voteproxyonline.com, fax (416) 595-9593 or email tmxproxysupport@tmx.com prior to 9:00 a.m., Calgary time**, on June 27th, 2017, being at least forty-eight (48) hours, excluding Saturdays, Sundays and holidays, before the time of the Meeting or any adjournment thereof. In order to be valid and acted upon at the Meeting, forms of proxy must be returned to the aforesaid address not less than 48 hours (excluding Saturdays, Sundays and statutory holidays) before the time of the Meeting, or any adjournment thereof. A person appointed as proxy holder need not be a shareholder of the Corporation.

Only Voting Securityholders of record as at the close of business on May 26th, 2017 (the "**Record Date**") are entitled to receive notice of the Meeting.

YOU ARE CAUTIONED THAT THE USE OF THE MAIL TO TRANSMIT PROXIES IS AT EACH YOUR RISK.

DATED at Calgary, Alberta, this May 15th, 2017

By Order of the Board of Directors

"Steve Konopelky"
President, CEO and Director