

TITANIUM CORPORATION

1020, 903 – 8th Avenue SW, Calgary, Alberta T2P 0P7

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN THAT the annual and special meeting of the shareholders (the "**Meeting**") of TITANIUM CORPORATION INC. (the "**Company**") will be held at The National Club, 303 Bay Street, Toronto, Ontario on Monday, May 13, 2019 at 10:00 a.m. (Toronto time) for the following purposes:

1. fixing the number of directors to be elected at the Meeting at five (5);
2. the election of directors of the Company;
3. the appointment of the auditor and the authorization of the directors of the Company to fix the auditor's remuneration;
4. to consider and, if thought advisable, confirm and approve the stock option plan of the Company;
5. to consider and, if thought advisable, confirm and approve the deferred share unit plan of the Company;
6. to consider and, if thought advisable, confirm and approve the restricted share unit plan of the Company; and
7. to consider any amendment or variation of the above matters or any other matter that may be brought before the Meeting or any adjournment or adjournments thereof in such manner as such proxy, in such proxyholder's sole judgment, may determine.

The specific details of the matters proposed to be put before the Meeting are set forth in the management information circular of the Company dated March 27, 2019.

The board of directors of the Company has determined that shareholders registered on the books of the Company at the close of business on March 27, 2019 are entitled to notice of the Meeting and to vote at the Meeting.

Shareholders of the Company who are unable to attend the Meeting in person are requested to date and sign the enclosed form of proxy and return it in the enclosed envelope. In order to be valid and acted upon at the Meeting, forms of proxy must be returned to the Company's registrar and transfer agent, TSX Trust Company, not later than 48 hours (excluding Saturdays, Sundays and holidays) prior to the commencement of the Meeting or any adjournment thereof. Registered shareholders of the Company may revoke their proxies by depositing an instrument in writing at the registered office of the Company at any time up to and including the last business day preceding the day of the Meeting or with the chairman of the Meeting on the day of the Meeting or any adjournment thereof or in any other manner permitted by law.

DATED this 27th day of March, 2019.

BY ORDER OF THE BOARD

"David C.W. Macdonald"
David C.W. Macdonald
Chairman