LION ONE METALS LIMITED

<u>Notice of Annual and Special General Meeting of Shareholders</u>

NOTICE IS HEREBY GIVEN that the Annual and Special General Meeting of the Shareholders of the ordinary voting shares ("**Shares**") in the capital of Lion One Metals Limited (hereinafter referred to as the "**Company**") will be held at 311 West 1st St., North Vancouver, British Columbia on Monday, December 18, 2017 at 3:00 p.m. PST for the following purposes:

1. To receive and consider the consolidated financial statements for the year ended June 30, 2017 and the report of the auditors thereon;
2. To appoint Davidson & Company LLP, Chartered Accountants, as Auditors of the Company for the ensuing year at a remuneration to be fixed by the directors;
3. To consider, and, if though advisable, with or without modification, to pass an ordinary resolution of the Company increasing the number of directors of the Company from four to five and fixing the number of directors of the Company at five;
4. To elect directors as more particularly described in the accompanying management information circular (the "**Information Circular**") dated November 6, 2017;
5. To consider, and, if thought advisable, to pass, with or without modification, an ordinary resolution of the Company to adopt and approve the stock option plan of the Company, as more particularly described in the Information Circular;
6. To transact such other business as may be properly transacted at such meeting or at any adjournment thereof.

The Board of Directors of the Company has, by resolution, fixed the close of business on October 30, 2017 as the record date of the Annual and Special General Meeting, being the date for determination of the registered holders of Shares entitled to receive notice of, and to vote at, the meeting and any adjournment thereof.

Shareholders who are unable to attend the Annual and Special General Meeting in person are requested to read the notes on the reverse of the form of proxy and complete and return the form of proxy to the registrar and transfer agent for the Shares, Computershare Investor Services Inc., by 3:00 p.m. PST on Thursday, December 14, 2017, or not less than 48 hours prior to commencement of any adjournment of the meeting.

If you are a non-registered shareholder or holder of CHESS depository interests in Australia and receive a Voting Instruction Form ("**VIF**") with the Information Circular, please complete and return the VIF in accordance with the instructions provided. If you do not complete and return the VIF in accordance with such instructions, you may lose your right to instruct the registered holder of your Shares on how to vote at the Annual and Special General Meeting on your behalf.

Dated at North Vancouver, British Columbia, on November 6, 2017.

By Order of the Board of Directors

"*Walter Berukoff*"

Walter Berukoff
Chief Executive Officer & Director