NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that an annual and special meeting (the "**Meeting**") of shareholders of Adex Mining Inc. (the "**Corporation**") will be held at the offices of Bennett Jones LLP, 3400 One First Canadian Place, Toronto, ON, M5X 1A4 on Monday, September 9, 2019 at 10:00 a.m. (EST) for the following purposes:

1. to receive the audited consolidated financial statements of the Corporation for the fiscal year ended December 31, 2018, together with the auditors' report thereon;

2. to re-appoint PricewaterhouseCoopers LLP, Chartered Professional Accountants, as auditors of the Corporation and to authorize the directors to fix the remuneration of the auditors;

3. to elect directors;

4. to consider and, if thought fit, approve a resolution re-approving the Corporation's rolling stock option plan; and

5. to transact such further and other business as may properly come before the Meeting or any adjournment thereof.

Copies of the management information circular (the "**Circular**") and form of proxy accompany and form part of this notice of meeting ("**Notice**"). The specific details of the matters proposed to be put before shareholders at the Meeting are set forth in the Circular accompanying and forming part of this Notice. Shareholders are directed to read the Circular carefully in evaluating the matters for consideration at the Meeting.

Only shareholders of record as at August 2, 2019 are entitled to vote their shares at the Meeting, or at any adjournment thereof, either in person or by proxy and only in respect of such matters upon which such shareholders are entitled to vote.

Shareholders who are unable to attend the Meeting in person are requested to complete, sign and date the accompanying form of proxy in accordance with the instructions provided therein and in the Circular and return it in the envelope provided for that purpose in accordance with the instructions and timelines set forth in the Circular.

DATED this 2nd day of August, 2019

By order of the Board,

(Signed) *"Linda Lam Kwan "*
Chief Executive Officer