

**PURE NICKEL INC.**

**NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS**

Notice is hereby given that the Annual General and Special Meeting (the "Meeting") of the holders ("Shareholders") of common shares ("Shares") of Pure Nickel Inc. (the "Company") will be held at the offices of **Peterson McVicar LLP, 18 King St. East, Suite 902, Toronto, ON M5C 1C4, on December 18, 2018 at 10:00 a.m. ET** for the following purposes:

1. to receive and consider the audited financial statements of the Company for the year ended November 30, 2017 and the report of the auditors thereon;
2. to elect the directors of the Company for the ensuing year;
3. to appoint Grant Thornton LLP as the auditors of the Company for the ensuing year and to authorize the directors to fix their remuneration;
4. to consider and, if deemed advisable, to approve the sale of the royalty on the Milford, Utah copper mine ("Royalty") to a related party of the Company; and
5. to transact other business as may properly be brought before the Meeting, or any adjournment or postponements thereof.

The directors have set the close of business on November 13, 2018 as the record date ("Record Date") for determining the Shareholders who are entitled to receive notice of and vote at the Meeting. Only Shareholders whose names have been entered in the registers of the Corporation as at the close of business on the Record Date will be entitled to receive notice of and vote at the Meeting.

**Shareholders who are unable to attend the Meeting in person and who wish to ensure that their Shares are voted at the Meeting, are requested to date, sign and return in the envelope provided for that purpose, the enclosed form of proxy, or complete and submit the form of proxy through the internet, telephone or by such other method as is identified, and pursuant to any instructions contained, in the form of proxy.**

All instruments appointing proxies to be used at the Meeting or at any adjournment thereof must be received by our transfer agent, Computershare Trust Company of Canada ("Computershare"), 100 University Avenue, 8<sup>th</sup> Floor, North Tower, Toronto, Ontario M5J 2Y1, at least 48 hours (excluding Saturdays, Sundays, and holidays) before the time of the Meeting or any adjournment thereof. The time limit for deposit of proxies may be waived by the Chairman of the Meeting at his discretion.

If you are a non-registered holder of Shares and have received these materials through your broker, custodian, nominee or other intermediary, please complete and return the form of proxy or voting instruction form provided to you by your broker, custodian, nominee or other intermediary in accordance with the instructions provided therein. **Shareholders are reminded to review the Management Information Circular before voting.**

**DATED** at Toronto, Ontario, November 14, 2018.

**BY ORDER OF THE BOARD**

"Lisa Buchan"

Lisa Buchan  
Corporate Secretary