

VELA MINERALS LTD.

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the Annual General and Special Meeting of the shareholders of Vela Minerals Ltd. (the "Corporation") will be held at #500, 736 - 8 Avenue SW Calgary, Alberta, on Friday, January 13, 2017, at 10:00 a.m. MST, for the following purposes:

to receive the financial statements of the Corporation for the financial year ended October 31, 2015 and the report of the auditors thereon;

to elect the directors for the ensuing year;

to re-appoint Kenway Mack Slusarchuk Stewart LLP, Chartered Accountants, as auditors of the Corporation and to authorize the directors to fix their remuneration;

to approve the stock option plan of the Corporation as set forth in the information circular;

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

Shareholders of record at the close of business on December 15th, 2016 are entitled to notice of, to attend and vote at the meeting either in person or by proxy.

Specific details of the above items of business are contained in the information circular of management which accompanies this notice of meeting and, together with management's form of proxy, which also accompanies this notice of meeting, form a part hereof and must be read in conjunction with this notice of meeting. The enclosed form of proxy appoints nominees of management as proxyholder and you may amend the form of proxy, if you wish, by inserting in the space provided the name of the person you wish to represent you as proxyholder at the meeting.

If you are a non-registered holder of shares and receive these materials through your broker or another intermediary, please complete and return the form of proxy in accordance with instructions provided to you by your broker or such other intermediary.

DATED at Calgary, Alberta, this 15th day of December, 2016.

BY ORDER OF THE BOARD OF DIRECTORS

(signed) Charles Chebry
Chief Executive Officer and a Director

If you are unable to be present at the meeting, PLEASE SIGN AND RETURN THE ACCOMPANYING PROXY to: Computershare, 8th Floor, 100 University Avenue, Toronto, ON M5J 2Y1, not later than forty-eight (48) hours (excluding Saturdays, Sundays and holidays) prior to the time set for the meeting or any adjournment or postponement thereof.