

VELA MINERALS LTD.

Suite 2200, HSBC Building
885 West Georgia Street
Vancouver, British Columbia, V6C 3E8, Canada

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 of common shares (“**Shareholders**”) of Vela Minerals Ltd. (the “**Company**”) will be held at 885 West Georgia Street, Suite 2200, Vancouver, British Columbia, Canada on the 9th day of August, 2019, at 10:00 a.m. (Vancouver time) for the following purposes:

- a) to receive the audited consolidated financial statements of the Company as at and for the financial year ended October 31, 2018, together with the report of the auditor thereon;
- b) to re-appoint Manning Elliott LLP as auditor of the Company for the ensuing year and authorize the board of directors to fix the remuneration of the auditor;
- c) to fix the number of the directors of the Company for the ensuing year at three (3);
- d) to elect directors to hold office for the ensuing year;
- e) to consider, and if deemed appropriate, to pass an ordinary resolution to re-approve the Company’s existing stock option plan;
- f) to consider, and if deemed advisable, to pass, with or without variation, a special resolution authorizing an amendment to the Company’s notice of articles and articles to change the name of the Company from Vela Minerals Ltd. to Arbor Minerals Corp.;
- g) to consider, and if deemed advisable, to pass, with or without variation, a special resolution to approve the adoption of a new set of articles of the Company, in accordance with the *Business Corporations Act* (British Columbia); and
- h) to transact such other business as may properly come before the Meeting or any adjournment or postponement thereof.

The specific details of the foregoing matters to be put before the Meeting, as well as further information with respect to voting by proxy, are set forth in the Circular.

A shareholder who is unable to attend the Meeting in person and who wishes to ensure that such shareholder’s shares will be voted at the Meeting is requested to complete, date and sign the enclosed form of proxy and deliver it in accordance with the instructions set out in the form of proxy and in the information circular.

As set out in the notes, the enclosed proxy is solicited by management, but, you may amend it, if you so desire, by striking out the names listed therein and inserting in the space provided, the name of the person you wish to represent you at the Meeting.

Non-registered Shareholders who receive these materials through their broker or other intermediary are requested to follow the instructions for voting provided by their broker or intermediary, which may include the completion and delivery of a voting instruction form. **If you are a non-registered Shareholder and do not complete and return the materials in accordance with such instructions, you may not be entitled to vote at the Meeting, either in person or by proxy.**

If you have any questions about the procedures required to qualify to vote at the Meeting or about obtaining and depositing the required form of proxy, you should contact Odyssey Trust Company by telephone at 1-778-819-1184 or by e-mail at proxy@odysseytrust.com.

DATED at Vancouver, British Columbia, this 5th day of July, 2019

By order of the Board of Directors.

VELA MINERALS LTD.

/s/ "Alex Klenman"

Alex Klenman
Director and Chief Executive Officer