



NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the annual general meeting (the “**Meeting**”) of the holders (“**Shareholders**”) of common shares (“**Common Shares**”) of Pacific Empire Minerals Corp. (the “**Corporation**”) will be held at Suite 501, 543 Granville Street, Vancouver, British Columbia, on Monday, December 18, 2017 at 10:00 a.m. (Vancouver time), for the following purposes.

1. To receive and consider the report of the directors to the Shareholders and the audited financial statements of the Corporation for the year ended March 31, 2017 together with the auditor’s report thereon and the management’s discussion and analysis for the year ended March 31, 2017.
2. To set the number of directors to be elected at the Meeting at four.
3. To elect the directors of the Corporation for the ensuing year.
4. To appoint Davidson & Company LLP, Chartered Professional Accountants, as the auditor of the Corporation for the ensuing year at a remuneration to be approved by the board of directors.
5. To consider and, if thought advisable, to pass, with or without variation, an ordinary resolution to ratify and approve the Corporation’s Stock Option Plan, as described in the accompanying information circular (the “**Circular**”).
6. To transact such other business as may properly come before the Meeting.

Only Shareholders of record as at the close of business on November 13, 2017 are entitled to notice of the Meeting. Shareholders are reminded to review the Circular before voting.

DATED at Vancouver, British Columbia this 15th day of November, 2017.

ON BEHALF OF THE BOARD OF DIRECTORS

(signed) “*Kim C. Casswell*”

Kim C. Casswell
Corporate Secretary

It is desirable that as many Common Shares as possible be represented at the Meeting. If you do not expect to attend and would like your Common Shares represented, please complete the enclosed Proxy and return it as soon as possible. To be valid, all Proxies must be returned to the offices of the Registrar and Transfer Agent of the Corporation, Computershare Investor Services Inc. (Attention: Proxy Department), 100 University Avenue, 9th Floor, Toronto, Ontario M5J 2Y1, Canada. Proxies must be received no later than 48 hours (excluding Saturdays, Sundays and holidays) prior to the Meeting or any adjournment thereof. Late Proxies may be accepted or rejected by the Chairman of the Meeting in his discretion and the Chairman of the Meeting is under no obligation to accept any particular late Proxy.

These securityholder materials are being sent to registered owners of the securities.