

NEW DIMENSION RESOURCES LTD.

**1020 – 625 Howe Street
Vancouver, BC V6C 2T6
Phone: 604-410-2277/Fax: 604-410-2275**

Notice of Annual General Meeting of Shareholders

NOTICE IS HEREBY GIVEN that the Annual General Meeting of Shareholders (the “**Meeting**”) of **New Dimension Resources Ltd.**, (the “**Company**”) will be held at **Suite 1020, 625 Howe Street, Vancouver, British Columbia, Canada, V6C 2T6** on **Friday, June 28, 2019** at **11:00 a.m.** (Vancouver Time) for the following purposes:

1. To receive and consider the audited financial statements of the Company for the financial year ended May 31, 2018, together with the report of the auditors thereon;
2. To fix the number of Directors of the Company at FIVE;
3. To elect Directors of the Company for the ensuing year;
4. To appoint Davidson & Company, LLP., Chartered Accountants, as auditors of the Company for the ensuing year and to authorize the Directors to fix their remuneration;
5. To consider and, if deemed appropriate, to pass, with or without variation, an ordinary resolution to approve the Company’s Rolling 10% Stock Option Plan, as more fully described in the accompanying Management Information Circular; and
6. To transact such other business as may properly come before the Meeting or any adjournment thereof.

The specific details of the foregoing matters to be put before the Meeting are set forth in the Management Information Circular (the “**Circular**”) accompanying this notice. The Company’s audited financial statements for the financial year ended May 31, 2018 are available upon request to the Company or they can be found as filed on SEDAR at www.sedar.com. **This notice is accompanied by the Circular, either a form of proxy for registered shareholders or a voting instruction form for beneficial shareholders and a supplemental mailing list return card.** Shareholders who are unable to attend the Meeting in person are requested to complete, date and sign the enclosed form of proxy and to return it in the envelope provided for that purpose.

The Board of Directors of the Company has, by resolution, fixed the close of business on **Friday, May 24, 2019**, as the **record date**, being the date for the determination of the registered holders of common shares of the Company entitled to notice of and to vote at the Meeting and any adjournment or adjournments thereof.

Proxies to be used at the Meeting must be deposited with the Company, c/o the Company's transfer agent, Computershare Investor Services Inc., Proxy Department, 100 University Avenue, 9th Floor, Toronto, Ontario, M5J 2Y1 no later than **10:00 a.m.** (Vancouver Time) on **June 26, 2019**, or no later than 48 hours (excluding Saturdays, Sundays and statutory holidays) prior to the date on which the Meeting or any adjournment thereof is held.

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.

DATED at Vancouver, British Columbia this 28th day of May, 2019.

BY ORDER OF THE BOARD

(Signed) “Eric Roth”
Chief Executive Officer