

**TVI PACIFIC INC.**

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

**to be held on Thursday, June 22, 2017**

TAKE NOTICE that the Annual and General Meeting (the "**Meeting**") of the shareholders of TVI Pacific Inc. (the "**Corporation**" or "**TVI**") will be held in the offices of TVI Pacific Inc., Suite 806, 505 – 2<sup>nd</sup> Street SW, Calgary, Alberta, on Thursday, June 22, 2017, at 3:00 p.m. for the following purposes:

- a) to receive the consolidated financial statements of the Corporation as at and for the year ended December 31, 2016, and the report of the auditors thereon;
- b) to elect the directors of the Corporation for the ensuing year;
- c) to re-appoint auditors for the ensuing year and to authorize the directors to fix the auditor's remuneration;
- d) to consider and, if thought fit, pass an ordinary resolution ratifying and confirming the existing stock option plan of the Corporation as described in the accompanying management proxy information circular (the "**Information Circular**");
- e) to transact such other business as may properly come before the Meeting or any adjournment thereof.

Information relating to items (b) through (d) above is set out in the accompanying Management Proxy Circular.

A shareholder may attend the Meeting in person or may be represented at the Meeting by a proxyholder. Shareholders who are unable to attend the Meeting in person are requested to date, sign and return the accompanying Instrument of Proxy, or other appropriate form of proxy, in accordance with the instructions set out in the accompanying Management Proxy Circular. **An Instrument of Proxy will not be valid unless it is deposited at the offices of Computershare Trust Company of Canada (Attention: Proxy Department, 100 University Avenue, 9<sup>th</sup> Floor, Toronto, Ontario, M5J 2Y1) or provided to Computershare Trust Company of Canada via telephone voting at 1-866-732-8683 or 312-588-4290 or by web voting at [www.investorvote.com](http://www.investorvote.com), not less than forty-eight (48) hours (excluding Saturdays, Sundays and holidays) before the time of the Meeting, or any adjournment thereof. A person appointed as proxyholder need not be a shareholder of the Corporation.**

Only persons registered as holders of common shares of the Corporation as of the close of business (Calgary time) on May 19, 2017 are entitled to receive notice of the Meeting.

DATED at Calgary, Alberta, this 20<sup>th</sup> day of May, 2017.



Clifford M. James  
President and Chief Executive Officer