

TITANIUM CORPORATION

800, 736 – 8th Avenue SW, Calgary, Alberta T2P 1H4

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN THAT the annual and special meeting of the shareholders (the "**Meeting**") of TITANIUM CORPORATION INC. (the "**Company**") will be held as a virtual only meeting via live audio webcast online at <https://web.lumiagm.com/242557530> on Thursday, June 25, 2020 at 10:00 a.m. (Toronto time) for the following purposes:

1. fixing the number of directors to be elected at the Meeting at six (6);
2. the election of directors of the Company;
3. the appointment of the auditor and the authorization of the directors of the Company to fix the auditor's remuneration;
4. to consider and, if thought advisable, confirm and approve the stock option plan of the Company;
5. to consider and, if thought advisable, confirm and approve the deferred share unit plan of the Company;
6. to consider and, if thought advisable, confirm and approve the restricted share unit plan of the Company;
7. to consider and, if thought advisable, confirm and approve, amendments to by-law 1 of the Company; and
8. to consider any amendment or variation of the above matters or any other matter that may be brought before the Meeting or any adjournment or adjournments thereof in such manner as such proxy, in such proxyholder's sole judgment, may determine.

The specific details of the matters proposed to be put before the Meeting are set forth in the management information circular of the Company dated May 11, 2020.

The board of directors of the Company has determined that shareholders registered on the books of the Company at the close of business on May 11, 2020 are entitled to notice of the virtual Meeting and to vote at the virtual Meeting.

This year, out of an abundance of caution, to proactively deal with the unprecedented public health impact of the 2019 coronavirus disease, also known as COVID-19, and to mitigate risks to the health and safety of our communities, shareholders, employees and other stakeholders, the Company will hold its Meeting in a virtual only format, which will be conducted via live audio webcast commencing at 10:00 a.m. (Toronto time) on Thursday, June 25, 2020. Shareholders will have an equal opportunity to participate at the Meeting online regardless of their geographic location.

Shareholders of the Company who are unable to attend the virtual Meeting are requested to date and sign the enclosed form of proxy and return it in the enclosed envelope. In order to be valid and acted upon at the virtual Meeting, forms of proxy must be returned to the Company's registrar and transfer agent, TSX Trust Company, not later than 48 hours (excluding Saturdays, Sundays and holidays) prior to the commencement of the virtual Meeting or any adjournment thereof. Registered shareholders of the Company may revoke their proxies by depositing an instrument in writing at the registered office of the Company at any time up to and including the last business day preceding the day of the virtual Meeting or any adjournment thereof or in any other manner permitted by law, including pursuant to the provisions of the *Canada Business Corporations Act*.

DATED this 11th day of May, 2020.

BY ORDER OF THE BOARD

"David C.W. Macdonald"
David C.W. Macdonald
Chairman