

ANCONIA RESOURCES CORP.

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS TO BE HELD ON SEPTEMBER 22, 2017

NOTICE IS HEREBY GIVEN that an annual and special meeting (the “**Meeting**”) of the holders (“**Shareholders**”) of common shares (the “**Shares**”) of Anconia Resources Corp. (“**Anconia**”, or the “**Company**”) will be held at the offices of DSA Corporate Services, The Canadian Venture Building, 2nd Floor Boardroom – Ring of Fire, 82 Richmond Street East, Toronto, ON, M5C 1P1, at 9:30 a.m. (Toronto time) on Friday, September 22, 2017 for the following purposes:

1. to receive and consider the audited financial statements of the Company for its financial year ended September 30, 2016, together with the report of the auditors thereon;
2. to fix the number of directors at 5;
3. to elect the directors of the Company;
4. to appoint Abraham Chan LLP as auditors of the Company and to authorize the directors to fix the remuneration of the auditors;
5. to consider, and if deemed advisable, pass a resolution re-approving the Company’s 10% “rolling” stock option plan; and,
6. to transact such further or other business as may properly come before the meeting or any adjournment or adjournments thereof.

The Board of Directors of the Company has fixed August 9, 2017 as the record date (the “**Record Date**”) for determining the holders of record of Shares of the Company who are entitled to receive notice of the Meeting and to attend and vote at the Meeting and any adjournment or postponement thereof.

If you are unable to attend the Meeting in person, please exercise your right to vote by completing the enclosed Form of Proxy and returning it to, or deposit it by hand with, the Proxy Department at Computershare Investor Services Inc., 100 University Ave., 8th Floor, Toronto, Ontario, M5J 2Y1. To be effective, proxies must be received by the Company, or by Computershare Investor Services Inc. at its address set out in the preceding sentence, not later than 9:30 a.m. (Toronto time) on Wednesday, September 20, 2017, or, if in the case of any adjournment or postponement of the Meeting, not later than the close of business on the last business day preceding the day of the adjourned or postponed Meeting.

DATED at Toronto, Ontario, this 9th day of August, 2017.

By Order of the Board of Directors of the Company

(signed) JASON BREWSTER
President and Chief Executive Officer