

## NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

**TAKE NOTICE** that the annual general and special meeting (the “**Meeting**”) of shareholders of Group Eleven Resources Corp. (the “**Company**”) will be held at the offices of Cassels Brock & Blackwell LLP, Suite 2200, 885 West Georgia Street, Vancouver, British Columbia V6C 3E8 on Wednesday, May 23, 2018 at 10:00 a.m. Vancouver time.

The purpose of the Meeting is:

1. To receive the audited financial statements of the Company for the financial year ended December 31, 2017 and the report of the auditor thereon;
2. To reappoint the auditor of the Company for the ensuing year;
3. To elect directors of the Company for the ensuing year;
4. To approve the continuation of the Company’s stock option plan, as described in the information circular for the Meeting (the “**Information Circular**”), which accompanies this Notice;
5. To approve a special resolution to amend the Company’s articles to adopt provisions requiring advance notice for the nomination of directors, as described in the Information Circular; and
6. To consider any permitted amendment to or variation of any matter identified in this Notice, and to transact such other business as may be properly brought before the Meeting or any adjournment or postponement thereof.

The Information Circular contains details of matters to be considered at the Meeting. No other matters are contemplated, however any permitted amendment to or variation of any matter identified in this Notice may properly be considered at the Meeting.

**Regardless of whether a shareholder plans to attend the Meeting in person, we request that each shareholder please complete, date, and sign the enclosed form of proxy and deliver it in accordance with the instructions set out in the form of proxy and Information Circular.**

**Non-registered shareholders who plan to attend the Meeting must follow the instructions set out in the form of proxy or voting instruction form to ensure their shares will be voted at the Meeting. A shareholder who holds shares in a brokerage account is not a registered shareholder.**

DATED at Vancouver, British Columbia this 1<sup>st</sup> day of May, 2018

BY ORDER OF THE BOARD

***“Bart Jaworski”***

Bart Jaworski  
Chief Executive Officer

