



## **OLIVUT RESOURCES LTD.**

### **NOTICE AND ACCESS NOTIFICATION TO SHAREHOLDERS**

#### **NOTICE OF ANNUAL AND SPECIAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the Annual and Special General Meeting (the “**Meeting**”) of holders of common shares of Olivut Resources Ltd. (the “**Company**”) will be held on March 14, 2019, at 10:30 a.m. Eastern Daylight Time (“**EDT**”) at the offices of Stikeman Elliott LLP, 53<sup>rd</sup> Floor, Commerce Court West, 199 Bay Street, Toronto, Ontario, Canada for the following purposes, as more particularly described in the Company’s Management Information Circular dated December 31, 2018 (the “**Proxy Circular**”) under the heading *Business of Meeting*:

1. To receive the audited financial statements of the Company as at and for the years ended October 31, 2018 and 2017;
2. To elect the directors of the Company;
3. To appoint UHY McGovern Hurley LLP, as the auditor of the Company and to authorize the directors to fix the remuneration to be paid to the auditor; and
4. To approve the Amended and Restated Share Option Plan.

The Canadian securities regulators have adopted rules which permit the use of notice and access for proxy solicitation instead of the traditional physical delivery of material. This process provides the option to post meeting related materials including management information circulars as well as annual financial statements and management’s discussion and analysis on a website in addition to SEDAR. Under notice and access, meeting related materials will be available for viewing for up to one year from the date of posting and a paper copy of the material may be requested at any time during that period. The Company has elected to utilize notice and access.

Meeting materials are available electronically at [www.sedar.com](http://www.sedar.com) and also on the Company’s website at [http://olivut.ca/en/Annual-General-Meeting-Materials\\_105](http://olivut.ca/en/Annual-General-Meeting-Materials_105). Shareholders may obtain paper copies of the meeting materials free of charge by contacting the Company in writing at: Olivut Resources Ltd. PO Box 6690, Hinton, Alberta T7V 1X8 or by calling 1-780-866-2226. In order to receive a paper copy in time to vote before the meeting, your request should be received no later than 5:00 p.m. Eastern Standard Time (“**EST**”) on February 19, 2019.

**Shareholders are reminded to review the Proxy Circular before voting.**

#### *Registered Shareholders*

If you are a registered shareholder, you are receiving a form of proxy with this notice. A registered shareholder who is unable to attend the Meeting in person is entitled to appoint a proxyholder to attend and vote in his or her place. If you cannot be present at the Meeting, please refer to the instructions accompanying the form of proxy. All completed proxies must be received by the Company’s transfer agent, Computershare Investor Services (“**Computershare**”), before 10:30 a.m. (EDT) on March

12, 2019 or if the Meeting is adjourned, at least two business days preceding the date of any adjournment of the Meeting. If returning by mail, Shareholders should use the enclosed self-addressed envelope and mail to: Computershare Investor Services Inc., 100 University Avenue, 8<sup>th</sup> Floor, Toronto, Ontario, Canada M5J 2Y1. If returning by fax, Shareholders should use: within North America 1-866-249-7775; outside North America 1-416-263-9524. Registered shareholders may also complete the form of proxy by telephone or the internet by following the instructions provided on the form of proxy. Further instructions with respect to voting by proxy are provided in the form of proxy and the Proxy Circular.

*Non-Registered Shareholders*

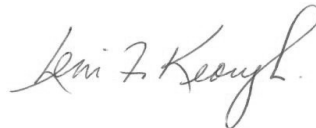
Only registered shareholders, or the persons appointed as their proxies, are entitled to attend and vote at the Meeting. However, shareholders may beneficially own common shares of the Company that are registered in the name of a broker, another intermediary or an agent of that broker or intermediary ("**Non-Registered Shareholders**"). Without specific instructions, intermediaries are prohibited from voting shares for their clients. If you are a Non-Registered Shareholder, it is vital that the voting instruction form ("**VIF**") provided to you by your broker, intermediary or its agent is returned according to their instructions, sufficiently in advance of the deadline specified in the VIF to ensure that the applicable intermediary is able to provide voting instructions on your behalf. Please return your VIF or exercise your votes as specified in the VIF within the time set out in the VIF. Further instructions with respect to completing your VIF are provided in the VIF and the Proxy Circular.

**Completed proxies must be received by Computershare or voted online or by telephone by 10:30 a.m. (EDT) on March 12, 2019 in order for your votes to be counted at the Meeting.**

Only holders of common shares of record at the close of business on January 28, 2019 will be entitled to vote at the meeting.

DATED at Toronto, this 31<sup>st</sup> day of December, 2018.

BY ORDER OF THE BOARD OF DIRECTORS



Leni F. Keough  
*President and Chief Executive Officer*