

BRIXTON METALS CORPORATION
NOTICE OF ANNUAL MEETING OF SHAREHOLDERS

Take notice that the annual meeting (the “**Meeting**”) of shareholders of Brixton Metals Corporation (the “**Corporation**”) will be held at Suite 2300, 550 Burrard Street, Vancouver, British Columbia, on June 30, 2016 at 1:00 p.m. (Vancouver time) for the following purposes:

1. To receive the financial statements of the Corporation for its fiscal year ended September 30, 2015, and the report of the auditor thereon;
2. To fix the number of directors of the Corporation at three (3);
3. To elect directors of the Corporation for the ensuing year;
4. To appoint an auditor of the Corporation for the ensuing year and to authorize the directors to fix the auditor’s remuneration;
5. To consider and if thought fit to pass, with or without variation, an ordinary resolution to re-approve the Corporation’s Stock Option Plan allowing the granting of up to 10% of the Corporation’s issued and outstanding common shares at any time;
6. To consider and, if thought fit, approve an ordinary resolution of disinterested shareholders authorizing the creation of a new control person of the Company by Evanachan Limited (a company controlled by Robert McEwen), as described in the accompanying Management Information Circular (the “**Circular**”); and
7. To transact such other business as may properly come before the Meeting or any adjournment thereof.

The Circular contains details of matters to be considered at the Meeting and accompanies and is deemed to form part of this Notice.

The Corporation has elected to use the notice-and-access (“**Notice-and-Access**”) provisions under National Instrument 54-101 *Communications with Beneficial Owners of Securities of a Reporting Issuer* and National Instrument 51-102 *Continuous Disclosure Obligations* to distribute Meeting materials to shareholders. Notice-and-Access is a new set of rules that allow issuers to post electronic versions of proxy-related materials on SEDAR and on one additional website, rather than mailing paper copies to shareholders. Shareholders have the right to request hard copies of any proxy-related materials posted online by the Corporation under Notice-and-Access.

Meeting materials, including the Circular, are available under the Corporation’s profile at www.sedar.com and also at <http://noticeinsite.tmxequity.com/BrixtonAGM2016>, and www.brixtonmetals.com/2016-agm-materials/. The Corporation will provide to any shareholder, free of charge, upon request to the Corporation’s transfer agent, TMX Equity Transfer Services (“**Equity**”) toll-free at 1-866-393-4891, a paper copy of the Circular and any financial statements or management discussion and analysis of the Corporation filed with the applicable securities regulatory authorities during the past year. In order to allow reasonable time for you to receive and review a paper copy of the Circular or other document prior to the proxy deadline, you should make your request for a paper copy to Equity by June 21, 2016.

A shareholder who is unable to attend the Meeting in person and who wishes to ensure that such shareholder’s shares will be voted at the Meeting is requested to complete, date and sign the form of proxy for the Meeting, or voting information form (“VIF”), and deliver the form of proxy, or VIF, in accordance with its instructions.

Dated at Vancouver, British Columbia, May 10, 2016.

BY ORDER OF THE BOARD

“Gary Thompson”

Gary Thompson
President, Chairman, Chief Executive Officer and Director