

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN THAT the annual and special meeting (the **Meeting**) of shareholders of Portex Minerals Inc. (the **Corporation**) will be held at the offices of Norton Rose Fulbright Canada LLP, Royal Bank Plaza, South Tower, Suite 3800, 200 Bay Street, Toronto, Ontario M5J 2Z4, on October 8, 2014 at 10:00 AM (Toronto time) for the following purposes:

1. to receive the audited financial statements of the Corporation for the fiscal year ended September 30, 2013, and the auditor's report thereon;
2. to elect the directors of the Corporation;
3. to reappoint the auditors and authorize the directors to fix their remuneration;
4. to consider and if deemed appropriate, to pass an ordinary resolution re-approving the Stock Option Plan of the Corporation (the **Stock Option Plan Resolution**);
5. to consider and, if thought advisable, pass an ordinary resolution ratifying and confirming the Corporation's By-law No. 2 which permits and facilitates the use by the Corporation of the notice and access provisions developed by the Canadian Securities Administrators (**Notice and Access Provisions**), a copy of which is appended to the Circular (as defined below) as Schedule 5 (the **Amended By-law Resolution**);
6. to consider and, if thought appropriate, pass a special resolution authorizing the board of directors of the Corporation (the **Board**), in its sole discretion to consolidate the common shares of the Corporation up to a 10 to 1 ratio, and to amend the Corporation's articles accordingly as described in further detail in the accompanying management information circular (the **Consolidation Resolution**); and
7. to transact such further and other business as may properly come before the Meeting or any adjournment or adjournments thereof.

Particulars of the foregoing matters are set forth in the accompanying management information circular dated August 27, 2014 (the "**Circular**"). The Corporation has elected to use the Notice and Access Provisions for this Meeting. Notice and Access provisions are a new set of rules developed by the Canadian Securities Administrators that reduce the volume of materials that must be physically mailed to shareholders of the Corporation by allowing the Corporation to post the Circular, the 2014 Financial Statements and related Management's Discussion and Analysis ("**MD&A**") online under the Corporation's SEDAR profile at www.sedar.com or on the Company's website at www.portexminerals.com. Shareholders will still receive this Notice of Meeting, a form of proxy and a financial request form and may choose to receive a hard copy of the Circular and other proxy-related materials. The Corporation will not use procedures known as "stratification" in relation to the use of Notice and Access Provisions.

The specific details of the matters proposed to be put before shareholders at the Meeting and the text of the Stock Option Plan Resolution, the Amended By-Law Resolution and the Consolidation Resolution are contained in the Circular. Shareholders are directed to read the Circular carefully in evaluating the matters for consideration at the Meeting. The Circular is available on the website of the Corporation at www.portexminerals.com and under the Corporation's profile on SEDAR at www.sedar.com. Any shareholder who wishes to receive a paper copy of the Circular, the 2014 Financial Statements, related MD&A and any other proxy-related materials, is directed to contact the Corporation at 2 Bloor Street West, Suite 2510, Toronto, Ontario M4W 3E2, Fax (416) 479-5420, toll free 1-844-454-4697, or email info@portexminerals.com. A shareholder may also use the toll-free number to obtain additional information about the Notice and Access Provisions.

The specific details of the matters proposed to be put before the Meeting are set forth in the Circular that accompanies and forms part of this Notice.

Dated at Toronto, Ontario, this 27th day of August, 2014.

BY ORDER OF THE BOARD OF DIRECTORS

Victor Wyprysky (signed)
Chairman

Notes:

1. A Circular and Proxy are furnished with this Notice of Meeting, subject to Notice and Access Provisions as defined below. Registered shareholders who are unable to be present at the Meeting are kindly requested to specify on the accompanying form of proxy the manner in which the shares represented thereby are to be voted, and to sign, date and return same in accordance with the instructions set out in the Proxy and Circular.
2. The directors have fixed a record date of August 29, 2014. Accordingly, shareholders registered on the books of the Corporation at the close of business on August 29, 2014, are entitled to Notice of the Meeting and to vote at the Meeting.
3. If you are a beneficial shareholder and receive these materials through your broker or another intermediary, please complete and return the materials in accordance with the instructions provided to you by your broker or intermediary.