NEXGEN ENERGY LTD.

NOTICE OF 2013 ANNUAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the annual meeting of the shareholders of NexGen Energy Ltd. (the "**Corporation**" or "**NexGen**") will be held on Thursday, June 27, 2013 at 2:00 p.m. (Vancouver time) at the offices of Cassels Brock & Blackwell LLP, located at Suite 2200, HSBC Building, 885 West Georgia Street, Vancouver, British Columbia, for the following purposes (the "**Meeting**"):

1. to receive and consider the audited financial statements of the Corporation for the year ended January 31, 2013 and the report of the auditor thereon;

2. to set the number of directors at seven;

3. to elect the directors of the Corporation for the ensuing year;

4. to re-appoint Davidson & Company LLP, Chartered Accountants, as auditor of the Corporation for the ensuing year and to authorize the directors to fix their remuneration;

5. to consider and, if deemed appropriate, pass, with or without variation, a resolution approving the Corporation's stock option plan, as more fully described in the accompanying management information circular; and

6. to transact such other business as may properly come before the Meeting or any adjournment or postponement thereof.

Your vote is important

This notice is accompanied by a management information circular, and either a form of proxy for registered shareholders or a form of proxy or voting instruction form for beneficial shareholders, (collectively, the "**Meeting Materials**"). Shareholders are able to request to receive copies of the Corporation's audited consolidated financial statements and management's discussion and analysis and/or interim consolidated financial statements and management's discussion and analysis by marking the appropriate box on the enclosed proxy, in the case of registered shareholders, or return card, in the case of non-registered shareholders. The audited annual financial statements of the Corporation for the year ended January 31, 2013 can be found on SEDAR at *www.sedar.com* or on the Corporation's website at *www.nexgenenergy.ca*.

Shareholders who are unable to attend the Meeting are requested to complete, date, sign and return the enclosed form of proxy or voting instruction form, as applicable, so that as large a representation as possible may be had at the Meeting.

The Board of Directors of the Corporation has, by resolution, fixed the close of business on May 17, 2013 as the record date, for the determination of the registered holders of common shares entitled to receive notice of, and to vote at, the Meeting and any adjournment or postponement thereof. The Board of Directors of the Corporation has, by resolution, fixed 2:00 p.m. (Vancouver time) on June 25, 2013, or no later than 48 hours before the time of any adjourned or postponed Meeting (excluding Saturdays, Sundays and holidays), as the time before which proxies to be used or acted upon at the Meeting or any adjournment or postponement thereof must be deposited with the Corporation's transfer agent.

DATED at Vancouver, British Columbia, this 21st day of May, 2013.

BY ORDER OF THE BOARD

"Kelly Stark-Anderson"

Kelly Stark-Anderson
Corporate Secretary