ELISSA RESOURCES LTD.
1450 – 700 West Georgia Street
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NOTICE OF ANNUAL AND EXTRAORDINARY MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the Annual and Extraordinary Meeting of Shareholders (the "Meeting") of Elissa Resources Ltd. (the "Company") will be held at the offices of Armstrong Simpson: Suite 2080 – 777 Hornby Street, Vancouver, British Columbia, V6Z 1S4, on **Tuesday, April 14, 2015 at 11:00 a.m**. for the following purposes:

1. To receive the audited consolidated financial statements of the Company for the fiscal year ended December 31, 2014 and the auditors' report thereon;
2. To fix the number of directors to be elected for the ensuing year at five;
3. To elect directors of the Company for the ensuing year;
4. To appoint the auditors for the Company for the ensuing year and authorize the Directors to fix the auditors' remuneration;
5. To approve a 10% Rolling Stock Option Plan for the Company and previous stock option grants, as more particularly set out in the Circular;
6. To consider and if thought fit, pass a resolution to consolidate the issued and outstanding common shares of the Company on the basis of one (1) new common share for up to (3) old common shares; and
7. To transact such other business as may properly come before the Meeting or any adjournment thereof;

all as more particularly set out in the attached Management Information Circular. The audited financial statements, auditors' report and management's discussion and analysis have been delivered to those shareholders who indicated to the Company that they wished to receive copies of same.

The Directors have fixed the close of business on March 10, 2015 as the record date for determination of shareholders entitled to notice of and the right to vote at the Meeting either in person or by proxy. A shareholder who is unable to attend the Meeting in person and who wishes to ensure that their shares will be voted at the Meeting, is requested to complete, date and execute the enclosed form of Proxy and deliver it to the Company's transfer agent: COMPUTERSHARE INVESTOR SERVICES INC., Proxy Dept., 100 University Avenue, 9th Floor, Toronto, Ontario M5J 2Y1, FACSIMILE (within North America) 1-866-249-7775 (outside North America) (416) 263-9524, by fax, hand or by mail in accordance with the instructions set out in the form of Proxy and Management Proxy Circular.

BY ORDER OF THE BOARD OF DIRECTORS

"*G. Arnold Armstrong"*
Chairman, Director

March 10, 2015
Vancouver, British Columbia