EUROMAX RESOURCES LTD.
(the "Corporation")

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the annual general and special meeting (the "**Meeting**") of the holders of common shares of the Corporation will be held at Euromax Resources Skopje Corporate Office, Partizanski Odredi Blvd. No. 14, 1/2 - 3, 1000 Skopje, Macedonia, on Tuesday 23 June 2015 at 9:00 a.m. (CEST) for the following purposes:

1. To receive the audited consolidated financial statements of the Corporation for the financial year ended 31 December 2014, and the auditors' report thereon;
2. To fix the number of directors of the Corporation at seven (7);
3. To elect the directors of the Corporation for the ensuing year;
4. To appoint Deloitte LLP as auditors of the Corporation for the ensuing year and to authorize the directors to fix their remuneration;
5. To consider an ordinary resolution, substantially in the form set out in the accompanying information circular (the "**Circular**"), ratifying and approving an amendment to, and the continued use of, the Corporation's stock option plan, as more fully described in the Circular;
6. To consider an ordinary resolution, substantially in the form set out in the accompanying Circular, ratifying and approving an amendment to the Corporation's restricted share unit plan, as more fully described in the Circular; and
7. To transact such further or other business as may properly come before the Meeting or any adjournment or adjournments thereof.

The directors have fixed the close of business (CEST) on 20 May 2015 as the record date for determining registered shareholders who are entitled to receive notice of the Meeting and are entitled to vote at the Meeting or any adjournment(s) thereof.

This notice is accompanied by the Circular, a proxy or voting instruction form and a supplemental mailing list return card. The Circular provides additional information relating to the matters to be dealt with at the Meeting and is deemed to form part of this notice.

Registered shareholders who cannot attend the Meeting are encouraged to date, sign and deliver the accompanying proxy and return it in accordance with the instructions set out therein. Non-registered shareholders who receive these materials through their broker or another intermediary are encouraged to complete and return the materials in accordance with the instructions provided by their broker or other intermediary.

DATED this 20th May 2015

BY ORDER OF THE BOARD OF DIRECTORS



Steven Sharpe
President and Chief Executive Officer