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 the Aleksandar Palace Hotel, Bul. Oktomvriska Revolucija br.15, 1000 Skopje, Macedonia, on Tuesday 24 June 2014 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 2013, and the auditors' report thereon;
2. To elect the directors of the Corporation for the ensuing year;
3. To appoint Deloitte LLP as auditors of the Corporation for the ensuing year and to authorize the directors to fix their remuneration;
4. To consider an ordinary resolution, substantially in the form set out in the Circular, approving the continued use of the Corporation's stock option plan, as more fully described in the Circular;
5. To consider a special resolution, substantially in the form set out in the Circular, authorizing an amendment of the Corporation's Articles to include advance notice provisions, as more fully described in the Circular; and
6. 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 2014 as the record date for determining 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 22nd day of May 2014

BY ORDER OF THE BOARD OF DIRECTORS



Steve Sharpe
President and Chief Executive Officer