

NOTICE OF MEETING
ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

TO: THE SHAREHOLDERS OF EXPLOR RESOURCES INC.

NOTICE is hereby given that the Annual and Special Meeting (the “**Meeting**”) of the shareholders of Explor Resources Inc. (the “**Corporation**”) will be held at 15 Gamble Street East, Suite 204, Rouyn-Noranda, Quebec, J9X 3B6 on Tuesday, **October 7, 2014** at the hour of 10:00 a.m. (Eastern time) for the following purposes:

1. To receive the audited financial statements of the Corporation for the year ended April 30, 2014 and the report of the auditors thereon;
2. To pass a resolution fixing the number of directors of the Corporation to be four (4);
3. To pass a resolution appointing each of the directors for the ensuing year;
4. To pass a resolution appointing the auditors for the ensuing year and to authorize the Board of Directors to fix the auditors’ remuneration; TO CONSIDER, and if though advisable, to pass an ordinary resolution of the disinterested shareholders of the Corporation approving the Option Agreement between the Corporation and Brunswick Resources Inc. pertaining to the sale of the Chester Property;
5. To consider, and if thought advisable, to approve the continuation of the Corporation’s Stock Option Plan which permits grant of options of up to ten (10%) percent of the issued and outstanding common shares to be made by the Corporation on a rolling grant basis; and
6. To transact such other business as may properly come before the Meeting.

The details of the matters proposed to be put before the Meeting are set forth in the Management Information Circular accompanying and forming part of this Notice of Meeting. The management discussion and analysis, the audit financial statements of the Corporation and the independent auditor’s report to the shareholders for the year ended April 30, 2014, are posted on the Corporation’s website at www.explorresources.com and on the SEDAR website at www.sedar.com.

The record date for the Meeting is the close of business on September 5, 2014. Only shareholders of the Corporation of record as at that date and beneficial shareholders who are entitled to notice pursuant to National Instrument 54-101 on the record date are entitled to receive notice and vote at the Meeting unless after that date a shareholder of record transfers his/her shares and the transferee, upon producing properly endorsed certificates evidencing such shares or otherwise establishing that he/she owns such shares, requests that CST Trust Company includes the transferee’s name on the Corporation’s list of shareholders, at least ten days prior to the Meeting.

DATED at Rouyn-Noranda, Province of Quebec, this 8th day of September 2014

BY ORDER OF THE BOARD

Signed (S): “Julie Godard”
Julie Godard, Secretary