

**ADVENTUS ZINC CORPORATION**  
**707 – 438 King Street West**  
**Toronto, ON M5V 3T9**

**NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS**

NOTICE IS HEREBY GIVEN THAT:

The annual and special meeting ("**Meeting**") of the shareholders ("**Shareholders**") of Adventus Zinc Corporation ("**Corporation**") will be held at the offices of McInnes Cooper, 10 Fort William Pl., 5<sup>th</sup> Floor, Bain Johnston Centre, St. John's, Newfoundland and Labrador, on **Thursday, June 8, 2017 at 10:00 a.m. (Newfoundland Time)** for the following purposes:

- (a) to receive the consolidated financial statements of the Corporation for the period from October 24, 2016, the date of incorporation, to December 31, 2016, together with the report of the auditor thereon. No vote by Shareholders with respect thereto is required or proposed to be taken;
- (b) to elect directors of the Corporation for the forthcoming year;
- (c) to appoint the auditor of the Corporation for the forthcoming year and to authorize the directors to fix the auditor's remuneration;
- (d) to ratify, confirm and approve the Corporation's incentive stock option plan; and
- (e) to transact such further and other business as may properly come before the Meeting or any adjournment thereof.

The specific details of the matters proposed to be put before the Meeting are set forth in the management information circular ("**Circular**") accompanying and forming part of this notice of meeting.

Only Shareholders of record as of the close of business on Thursday, May 4, 2017 are entitled to receive notice of the Meeting and to vote at the Meeting.

To assure your representation at the Meeting as a **Registered Shareholder**, please complete, sign, date and return the enclosed proxy, whether or not you plan to personally attend the Meeting. Sending your proxy will not prevent you from voting in person at the Meeting. All proxies completed by Registered Shareholders must be received by the Corporation's transfer agent, **TSX Trust Company**, not later than **Tuesday, June 6, 2017 at 10:00 a.m. (Newfoundland Time)**. A Registered Shareholder must return the completed proxy to TSX Trust Company, as follows:

- (a) by **mail** in the enclosed envelope;
- (b) by the **Internet** or **fax** as described on the enclosed proxy; or
- (c) by **registered mail**, by **hand** or by **courier** to the attention of Proxy Department, TSX Trust Company, 200 University Avenue, Suite 300, Toronto, Ontario M5H 4H1.

**Non-Registered Shareholders** whose shares are registered in the name of an intermediary should carefully follow voting instructions provided by the intermediary. A more detailed description on returning proxies by Non-Registered Shareholders can be found on page 2 of the attached Circular.

If you receive more than one proxy or voting instruction form, as the case may be, for the Meeting, it is because your shares are registered in more than one name. To ensure that all of your shares are voted you should sign and return all proxies and voting instruction forms that you receive.

Dated at Toronto, Ontario, as of the 5<sup>th</sup> day of May, 2017.

BY ORDER OF THE BOARD OF DIRECTORS

*(Signed) "Christian Kargl-Simard"*

President and Chief Executive Officer