

## NOBLE MINERAL EXPLORATION INC.

### NOTICE OF THE SPECIAL MEETING OF SHAREHOLDERS

**NOTICE IS HEREBY GIVEN** that a special meeting (the "**Meeting**") of the shareholders of Noble Mineral Exploration Inc. ("**Noble**") will be held at 120 Adelaide Street West, Suite 2500, Toronto, Ontario, M5H 1T1 at 10:00 a.m. (Toronto time) on December 27, 2019 for the following purposes:

1. to consider, pursuant to an interim order (the "**Interim Order**") of the Ontario Superior Court of Justice dated November 19, 2019, and if deemed appropriate, to pass, with or without variation, a special resolution (the "**Arrangement Resolution**"), the full text of which is reproduced as Schedule E to the management information circular (the "**Circular**") of Noble, approving the arrangement (the "**Arrangement**") under section 182 of the *Business Corporations Act* (Ontario) involving Noble and a new company, Canada Nickel Company Inc. ("**Canada Nickel**"), pursuant to which, among other things, Noble will reorganize its share capital and a share exchange will take place under which each shareholder of Noble (other than a registered shareholder who exercises the right to dissent in respect of the Arrangement Resolution) will ultimately be entitled to receive a one-for-one number of common shares in Noble and *pro-rata* share of 10,000,000 common shares of Canada Nickel held by Noble based on such shareholder's holdings in Noble immediately prior to the Effective Time of the Arrangement, as more particularly described in the Circular; and
2. to transact such other business as may properly come before the Meeting or any adjournment thereof.

The Arrangement is subject to shareholder approval pursuant to the Interim Order. Before the Arrangement can become effective, it must be approved by a final order (the "**Final Order**") of the Ontario Superior Court of Justice. A copy of the Interim Order and the notice of application for the Final Order are attached as Schedule B and Schedule C respectively to the Circular. **Any shareholder of Noble may participate, be represented and present evidence or arguments at the hearing for the Final Order. For details, please refer to the Circular under the heading "The Arrangement – Court Approval and Completion of the Arrangement".**

The Arrangement will be completed pursuant to the arrangement agreement between Noble and Canada Nickel, a copy of which is attached as Schedule D to the Circular. A description of the Arrangement and the other matters to be dealt with at the Meeting is included in the Circular.

Only shareholders of record at the close of business on November 27, 2019 (the "**Record Date**") are entitled to receive notice of the Meeting and any adjournment or postponement thereof.

**Shareholders who are unable to attend the Meeting in person are requested to complete, date, sign and return the accompanying form of proxy in the enclosed return envelope. All instruments appointing proxies to be used at the Meeting or at any adjournment thereof must be received by Noble's transfer agent, TSX Trust Company, 100 Adelaide Street West, Suite 301, Toronto, Ontario, M5H 4H1 not later than December 23, 2019 at 10:00 a.m. (Toronto time), or in the event of an adjournment of the Meeting by 10:00 a.m. on the penultimate day preceding the date of the adjournment or delivered to the chairman of the Meeting prior to the commencement of the Meeting or any adjournment thereof.**

Pursuant to the Interim Order, registered holders of common shares of Noble have been granted the right to dissent in respect of the Arrangement Resolution and to be paid fair value for their common shares. The right of dissent is described in the Circular.

A letter of transmittal (the "**Letter of Transmittal**") is being mailed, together with this Circular, to each person who was a registered shareholder of Noble at the close of business on the Record Date. Each registered shareholder of Noble must forward TSX Trust Company, 100 Adelaide Street West, Suite 301, Toronto, Ontario, M5H 4H1 a properly completed and signed Letter of Transmittal, with accompanying Noble share certificate(s), in order to receive share certificates or DRS Advices evidencing the new common shares of Noble and the common shares of Canada Nickel to which such Noble shareholder is entitled under the Arrangement.

Beneficial shareholders of Noble are not required to complete a Letter of Transmittal.

Shareholders are reminded to review the Circular before voting, and I look forward to seeing you at the Meeting.

DATED at Toronto, Ontario this 29<sup>th</sup> day of November, 2019.

BY ORDER OF THE BOARD

(Signed) H. Vance White  
President and Chief Executive Officer