

STRATEGIC METALS LTD.
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NOTICE OF SPECIAL MEETING OF SHAREHOLDERS

TAKE NOTICE that a special meeting (the “Meeting”) of shareholders (“Strategic Shareholders”) of Strategic Metals Ltd. (“Strategic” or the “Company”) will be held at Suite 1016 – 510 West Hastings Street, Vancouver, British Columbia, on Friday, April 21, 2017, at 10:00 a.m., local time, for the following purposes:

1. to consider and, if thought advisable, pass, with or without variation, a special resolution approving an arrangement (the “Arrangement”) under Part 9, Division 5 of the *Business Corporations Act* (British Columbia) (the “BCBCA”) which involves, among other things, the distribution to the shareholders of the Company of common shares of Trifecta Gold Ltd. (“Trifecta”), as more fully set forth in the Circular;
2. to consider and, if thought advisable, pass, with or without variation, an ordinary resolution approving the Trifecta Stock Option Plan, as more fully set forth in the Circular;
3. to consider any permitted amendment to or variation of any matter identified in this Notice and transact such other business as may properly come before the Meeting or any adjournment thereof.

AND TAKE NOTICE that Strategic Shareholders who validly dissent from the Arrangement will be entitled to be paid the fair value of their Strategic Shares subject to strict compliance with the provisions of the Interim Order, Plan of Arrangement and sections 237 to 247 of the BCBCA. The dissent rights are described in Schedule D of the Circular. Failure to comply strictly with the requirements set forth in the Plan of Arrangement and sections 237 to 247 of the BCBCA may result in the loss of any right of dissent.

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. Also accompanying this Notice and Circular is a form of proxy. Any adjourned meeting resulting from an adjournment of the Meeting will be held at a time and place to be specified at the Meeting. Only Strategic Shareholders of record at the close of business on March 16, 2017 will be entitled to receive notice of and vote at the Meeting.

Registered Strategic Shareholders unable to attend the Meeting are requested to date, sign and return the enclosed form of proxy, or another suitable form of proxy, and deliver it in accordance with the instructions set out in the proxy and in the Circular. If you are a non-registered Strategic Shareholder and receive these materials through your broker or through another intermediary, please complete and return the materials in accordance with the instructions provided to you by your broker or the other intermediary. Failure to do so may result in your Strategic Shares not being voted at the Meeting.

Dated at Vancouver, British Columbia, on March 13, 2017.

BY ORDER OF THE BOARD

W. Douglas Eaton
President and Chief Executive Officer