

**MBMI RESOURCES INC.**

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

**NOTICE IS HEREBY GIVEN** that the annual and special meeting of shareholders of MBMI Resources Inc. (the "Company") will be held at the offices of Ormston List Frawley LLP, Suite 720, 40 University Avenue, Toronto, Ontario, on Monday July 30, 2012, at 9:30 a.m. (Toronto time) for the following purposes:

1. to receive and consider the financial statements of the Company for the year ended January 31, 2012, and the auditor's report thereon;
2. to elect the directors as nominated by management of the Company;
3. to appoint auditors for the ensuing year;
4. to approve the Company's Stock Option Plan; and
5. to transact such further or other business as may properly come before the meeting.

The Management Information Circular accompanying this notice provides additional information with respect to the matters to be considered at the meeting and forms part of the notice of this meeting.

The Board of Directors of the Company has fixed June 29, 2012, as the record date for the determination of shareholders of the Company entitled to receive notice of the meeting. Shareholders of the Company who are unable to attend the meeting in person are requested to submit the enclosed form of proxy.

DATED the 29<sup>th</sup> day of June, 2012.

ON BEHALF OF THE BOARD OF DIRECTORS

Signed: "*John Hoi Charm Wong*"

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John Hoi Charm Wong,  
President and CEO