

ARBITRAGE EXPLORATION INC.

Suite 400, 365 Bay Street
Toronto, Ontario M5H 2V1

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that an annual and special meeting (the “**Meeting**”) of shareholders of **Arbitrage Exploration Inc.** (the “**Company**”) will be held on **Tuesday, September 13, 2016**, at the hour of 11:00 a.m. (Eastern time), at Suite 400, 365 Bay Street, Toronto, Ontario M5H 2V1 for the following purposes:

1. to receive and consider the audited consolidated financial statements of the Company for the year ended December 31, 2015, and the report of the auditors thereon;
2. to elect the directors of the Company;
3. to confirm the appointment by the board of directors of, and to appoint, the auditors of the Company and to authorize the directors to fix their remuneration;
4. to pass, with or without variation, a special resolution to amend the Company’s articles of amalgamation to change the name of the Company to “Argo Gold Inc.” or such name as the directors of the Company may determine and may be acceptable to applicable regulatory authorities; and
5. to transact such other business as may properly come before the Meeting or any adjournments or postponements thereof.

The full text of the special resolution referred to in item 5 above is attached to this notice as Exhibit “A”.

A shareholder wishing to be represented by proxy at the Meeting or any adjournment thereof must deposit his or her duly executed form of proxy with the Company’s transfer agent and registrar, TSX Trust, at Suite 300, 200 University Avenue, Toronto, Ontario, M5H 4H1 not later than 11:00 a.m. (Eastern time) on Friday, September 9, 2016 or, if the Meeting is adjourned, not later than 48 hours, excluding Saturdays and holidays, preceding the time of such adjourned meeting.

Shareholders who are unable to attend the Meeting in person, are requested to date, complete, sign and return the enclosed form of proxy so that as large a representation as possible may be had at the Meeting.

DATED at Toronto, Ontario this 10th day of August, 2016.

BY ORDER OF THE BOARD

“Judy Baker” (Signed)

President and Chief Executive Officer

EXHIBIT "A"

SPECIAL RESOLUTION OF THE SHAREHOLDERS

OF

ARBITRAGE EXPLORATION INC.

AMENDMENT TO ARTICLES OF AMALGAMATION

"BE IT RESOLVED AS A SPECIAL RESOLUTION THAT:

1. the articles of amalgamation of the Company be amended to change the name of the Company to "Argo Gold Inc.", or such name as the directors of the Company may determine and may be acceptable to applicable regulatory authorities;
2. notwithstanding that this resolution has been duly passed by the shareholders of the Company, the directors of the Company be, and they are hereby authorized and directed to revoke this resolution at any time prior to the issue of a certificate of amendment giving effect to the articles of amendment and to determine not to proceed with the amendment of the articles of amalgamation of the Company without further approval of the shareholders of the Company; and
3. any director or officer of the Company be and he or she is hereby authorized and directed, for and on behalf of the Company, to execute and deliver all such documents and to do all such other acts or things as he or she may determine to be necessary or advisable to give effect to this resolution, including, without limitation, the execution and delivery of articles of amendment in the prescribed form to the Director appointed under the *Business Corporations Act* (Ontario) , the execution of any such document or the doing of any such other act or thing being conclusive evidence of such determination."