

**AUGUSTINE VENTURES INC.**  
141 Adelaide Street West, Suite 520, Toronto, Ontario M5H 3L5  
Tel: 416.363.2528 / Fax: 1.866.288.3582

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

NOTICE IS HEREBY GIVEN that an annual and special meeting (the "Meeting") of the shareholders of Augustine Ventures Inc. (the "Corporation") will be held at the offices of Fogler, Rubinoff LLP, Barristers & Solicitors, 77 King Street West, Suite 3000, Toronto, Ontario, M5K 1G8, on Thursday, July 9, 2015 at 2:00 p.m. (Toronto time) for the following purposes:

1. to receive the audited financial statements of the Corporation for the fiscal year ended November 30, 2014 together with the report of the auditor thereon;
  2. to elect directors for the ensuing year;
  3. to appoint the auditor for the ensuing year and to authorize the directors to fix their remuneration;
  4. to consider, and if deemed appropriate, to pass with or without variation, a resolution approving the 2015 amendment on the stock option plan of the Corporation; and
  5. to transact such other business as may properly come before the Meeting or any adjournment thereof,
- all as described in the Management Information Circular accompanying this Notice.

The board of directors of the Corporation has fixed the close of business on May 22, 2015 as the record date for the purpose of determining shareholders entitled to receive notice and vote at the Meeting.

### **Notice-and-Access**

This year, the Corporation has determined to deliver this Notice of Meeting, the accompanying Management Information Circular and form of Proxy (collectively the "Meeting Materials") to shareholders by posting the Meeting Materials online in accordance with the notice-and-access notification mailed to shareholders of the Corporation. The use of the notice-and-access procedures under applicable securities laws will reduce the Corporation's printing and mailing costs and is more environmentally friendly as it will help to reduce paper use. To obtain additional information about the notice-and-access provisions, a shareholder may contact the Corporation's transfer agent, TMX Equity Transfer Services at the following toll free number: 1-866-393-4891.

### **Websites Where Meeting Materials Are Posted**

The Meeting Materials can be viewed online under the Corporation's profile on SEDAR at [www.sedar.com](http://www.sedar.com) as well as at <https://noticeinsite.tmxequity.com/AugustineVenturesASM2015> and the Corporation's website at [www.augustineventures.com](http://www.augustineventures.com).

### **Obtaining Paper Copies of Meeting Materials**

Shareholders wishing to receive paper copies of the Meeting Materials can request same from TMX Equity Transfer Services by calling toll-free in North America at 1-866-393-4891 or by email at [tmxinvestorservices@tmx.com](mailto:tmxinvestorservices@tmx.com). The Corporation will mail paper copies of the Meeting Materials to requesting shareholders at no cost to them within three business days of their request, if such requests are made before the Meeting.

## Voting

Only shareholders of record at the close of business on May 22, 2015 are entitled to notice of and to attend the Meeting or any adjournment or adjournments thereof and to vote thereat.

If you are not attending the Meeting, please sign, date and return the enclosed proxy (registered holders) or voting instruction form (beneficial holders). If you or a person you designate plan to the Meeting, you must appoint that person as proxy to have voting rights at the Meeting.

*Registered holders:* A proxy will not be valid unless the completed form of proxy is received by TMX Equity Transfer Services, 200 University Avenue, Suite 300, Toronto, Ontario M5H 4H1, or by facsimile to (416) 595-9593 on or before 2:00 p.m. (Toronto time) on July 7, 2015, or at least 48 hours, excluding Saturdays, Sundays and holidays, before any adjournment or postponement of the Meeting at which the proxy is to be used. Further information regarding voting for registered shareholders should be reviewed under the heading "Appointment and Revocation of Proxies" in the Management Information Circular.

*Beneficial holders:* Use the voting instruction form provided by your intermediary (bank, trust company or broker) and return it as early as practicable to ensure that it is transmitted on time. It must be received by your intermediary with sufficient time for them to file a proxy by the deadline noted above. Further information regarding voting for non-registered shareholders should be reviewed under the heading "Voting by Beneficial Shareholders" in the Management Information Circular.

DATED at Toronto, Ontario as of this 1st day of June, 2015.

BY ORDER OF THE BOARD OF DIRECTORS

(signed)  
Robert B. Dodds  
President and Chief Executive Officer