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## **NOTICE OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS**

**NOTICE IS HEREBY GIVEN** that the annual general meeting of the shareholders (the “Meeting”) of YANGAROO Inc. (the “Corporation”) will be held at Carpet Factory Building, 67 Mowat Avenue, Suite 101, Toronto, Ontario, M6K 3E3 on August 14, 2014 commencing at 4:30 PM (EST) for the following purposes:

1. to receive and consider the audited financial statements of the Corporation for the year ended December 31, 2013, together with the report of the auditors thereon;
2. to elect directors;
3. to appoint Collins Barrow Toronto LLP as auditors of the Corporation and to authorize the directors to fix the auditor's remuneration;
4. to consider, and if deemed advisable, pass with or without variation, a resolution of shareholders ratifying the Corporation's rolling stock option plan;
5. to transact such other business as may properly come before the Meeting or any adjournment or adjournments thereof.

The Information Circular (the “Circular), which accompanies this Notice or can be obtained as described below, contains details of the matters to be dealt with at the Meeting. A form of proxy accompanies this Notice. Shareholders are referred to the Circular for more detailed information with respect to matters to be considered at the Meeting and for the full text of the resolutions.

The Corporation has elected to use the notice-and-access provisions under National Instrument 54-101 and National Instrument 51-102 (“**Notice-and-Access Provisions**”) for this Meeting. Notice-and-Access Provisions are a new set of rules developed by the Canadian Securities Administrators that reduce the volume of materials that must be physically mailed to the Shareholders by allowing the Corporation to post the Circular and any additional materials online. Shareholders will still receive this Notice of Meeting and a form of proxy and may choose to receive a hard copy of the Circular. The Corporation will not use procedures known as “stratification” in relation to the use of Notice-and-Access Provisions. Stratification occurs when a reporting issuer using the Notice-and-Access Provisions provides a paper copy of the information circular to some shareholders with the notice package. In relation to the Meeting, all Shareholders will received the required documentation under the Notice-and-Access Provisions, which will not include a paper copy of the Circular.

**SHAREHOLDERS ARE REMINDED TO VIEW THE MEETING MATERIALS PRIOR TO VOTING.**

### **WEBSITES WHERE MEETING MATERIALS ARE POSTED**

The applicable Meeting Materials can be viewed online under the Corporation's profile at [www.sedar.com](http://www.sedar.com) or at the Corporation's website at: <http://yangaroo.com/investors/financial-reports/>

## **HOW TO OBTAIN PAPER COPIES OF THE MEETING MATERIALS**

Requests for paper copies must be received at least five business days in advance of the proxy deposit date and time set out in the accompanying proxy or voting instruction form in order to receive the applicable Meeting Materials in advance of the proxy deposit date and Meeting.

Shareholders who wish to receive paper copies of the applicable Meeting Materials may request copies from Valiant Trust Company by calling toll free at 1-866-313-1872 or via email to [noticeandaccess@valianttrust.com](mailto:noticeandaccess@valianttrust.com). Meeting Materials will be sent to such shareholders within three business days of their request if such requests are made before the Meeting.

The Corporation has determined that those shareholders with existing instructions on their account to receive a paper copy of the Corporation's meeting materials will receive paper copies of the applicable Meeting Materials with this notification. Shareholders may revoke their existing instructions by contacting the service provider who services their account. Shareholders may request paper copies of the applicable Meeting Materials be sent to them by postal delivery at no cost to them. Requests may be made up to one year from the date the Information Circular was filed on SEDAR by email at [noticeandaccess@valianttrust.com](mailto:noticeandaccess@valianttrust.com).

Shareholders with questions about notice and access can contact Valiant Trust Company by toll free telephone at 1-866-313-1872 or via email at [noticeandaccess@valianttrust.com](mailto:noticeandaccess@valianttrust.com).

Shareholders who are unable to attend the Meeting in person are requested to complete and sign the acting form of proxy and return it by mail in the enclosed return envelope or by facsimile. To be effective, proxies must be received by the Corporation's transfer agent, Valiant Trust Company, Suite 710, 130 King Street West, P.O. Box 34, Toronto, ON M5X 1A9, Attention: Proxy Department or by facsimile at 416-1-855-375-6916 prior to 5:00 p.m. (EST) on Tuesday, August 12<sup>th</sup>, 2014, or if the Meeting is adjourned, by no later than 48 hours (excluding Saturdays, Sundays and holidays) before any adjourned meeting.

**DATED** at Toronto, Ontario, this 4<sup>th</sup> day of July, 2014.

**BY ORDER OF THE BOARD OF DIRECTORS**

(Signed) "Clifford Hunt"  
Vice-Chairman of the Board of Directors