

ROCKCLIFF COPPER CORPORATION

Have questions about this notice? Call the Toll Free Number below or scan the QR code to find out more.

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Notice of Availability of Proxy Materials for ROCKCLIFF COPPER CORPORATION Annual General and Special Meeting

Meeting Date and Location:

When: October 19, 2017
11:00 am (Eastern Time)

Where: Bay-Adelaide Centre - East Tower, 22 Adelaide
Street West, Suite 3600, Island Boardroom,
Toronto, Ontario M5H 4E3

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You are receiving this notice to advise that the proxy materials for the above noted securityholders' meeting are available on the Internet. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. We remind you to access and review all of the important information contained in the information circular and other proxy materials before voting.

The information circular and other relevant materials are available at:

www.rockcliffcoppercorp.com

OR

www.sedar.com

How to Obtain Paper Copies of the Proxy Materials

Securityholders may request to receive paper copies of the current meeting materials by mail at no cost. Requests for paper copies may be made using your Control Number as it appears on your enclosed Voting Instruction Form or Proxy. To ensure you receive the materials in advance of the voting deadline and meeting date, all requests must be received no later than October 6, 2017. If you do request the current materials, please note that another Voting Instruction Form/Proxy will not be sent; please retain your current one for voting purposes.

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For Holders with a 15 digit Control Number:

Request materials by calling Toll Free, within North America - 1-866-962-0498 or direct, from Outside of North America - (514) 982-8716 and entering your control number as indicated on your Voting Instruction Form or Proxy.

To obtain paper copies of the materials after the meeting date, please contact (416) 848-9407.

For Holders with a 16 digit Control Number:

Request materials by calling Toll Free, within North America - 1-877-907-7643 or direct, from Outside of North America - (905) 507-5450 and entering your control number as indicated on your Voting Instruction Form.

To obtain paper copies of the materials after the meeting date, please contact (416) 848-9407.

Securityholder Meeting Notice

The resolutions to be voted on at the meeting are listed below along with the Sections within the Information Circular where disclosure regarding the matter can be found.

1. **Election of the Board of Directors** - *Particulars of Matters to be Acted Upon - Election of the Board of Directors - page 19*
2. **Appointment of Auditors** - *Particulars of Matters to be Acted Upon - Appointment of Auditors - page 22*
3. **Ratification of the Stock Option Plan** - *Particulars of Matters to be Acted Upon - Ratification of the Stock Option Plan - page 23*
4. **Name Change** - *Particulars of Matters to be Acted Upon - Name Change - page 23*
5. **Common Share Consolidation** - *Particulars of Matters to be Acted Upon - Common Share Consolidation - page 24*

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Voting

PLEASE NOTE - YOU CANNOT VOTE BY RETURNING THIS NOTICE. To vote your securities you must vote using the methods reflected on your enclosed Voting Instruction Form or Proxy.

PLEASE VIEW THE INFORMATION CIRCULAR PRIOR TO VOTING

Annual Financial statement delivery

- All Registered holders and only Beneficial holders who opted to receive one