

# DALRADIAN RESOURCES

## NOTICE-AND-ACCESS NOTIFICATION TO SHAREHOLDERS

### Annual and Special Meeting of Shareholders to be held on June 27, 2016

You are receiving this notice-and-access notification as Dalradian Resources Inc. (the “**Company**”) is using notice-and-access to deliver meeting materials to its shareholders in respect of its annual and special meeting of shareholders to be held on June 27, 2016 (the “**Meeting**”). Instead of receiving paper copies of the Company’s management information circular dated May 13, 2016 (the “**Circular**”), and, if requested, the financial statements and management’s discussion and analysis for the year ended December 31, 2015 (collectively, the “**Meeting Materials**”), shareholders are receiving this notice-and-access notification which provides Meeting details and instructions on how to access an electronic copy or request a paper copy of the Meeting Materials. Accompanying this notice-and-access notification is a proxy or voting instruction form, as applicable, enabling you to vote at the Meeting.

#### Meeting Date and Location

When: Monday, June 27, 2016 at 10:00 a.m. (Toronto time)

Where: 2100 Scotia Plaza, 40 King Street West, Toronto, Ontario

#### Matters to be Voted on at the Meeting

- **Appointment of Auditors:** to appoint KPMG LLP, Chartered Accountants, as the auditors of the Company for the ensuing year and to authorize the directors to fix their remuneration. See the section entitled “Appointment of Auditors” in the Circular.
- **Election of Directors:** to elect the directors of the Company for the ensuing year. See the section entitled “Election of Directors” in the Circular.
- **Approval of Stock Option Plan and Unallocated Options:** to consider, and if deemed appropriate, to pass, with or without variation, an ordinary resolution to approve the Company’s stock option plan and all unallocated options under the Company’s stock option plan, as more particularly described in the Circular. See the section entitled “Approval of Stock Option and Unallocated Options” in the Circular.
- **Approval of Deferred Share Unit Plan:** to consider, and if deemed appropriate, to pass, with or without variation, an ordinary resolution to approve the adoption of a deferred share unit plan of the Company, as more particularly described in the Circular. See the section entitled “Approval of Deferred Share Unit Plan” in 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 Company’s SEDAR profile at [www.sedar.com](http://www.sedar.com), or at the Company’s website at [www.dalradian.com/investor-centre/Shareholder-Meetings](http://www.dalradian.com/investor-centre/Shareholder-Meetings).

### **How To Obtain Paper Copies of the Meeting Materials**

Requests for paper copies must be received by June 16, 2016 in order to receive the applicable Meeting Materials in advance of the proxy deposit deadline and the Meeting. Shareholders who wish to receive paper copies of the applicable Meeting Materials may request copies from the Company at no cost by calling collect at (416) 583-5620. Meeting Materials will be sent to such shareholders within three business days of their request, if such requests are made within the foregoing timeframe.

Those shareholders with existing instructions to receive a paper copy of the Meeting Materials will receive such paper copies with this notice-and-access notification. Shareholders may revoke their existing instructions by contacting the service provider who services their account.

### **Voting**

Please note that you cannot vote by returning this notice-and-access notification.

To vote your securities, you must vote online, by telephone, by fax or by mailing the enclosed Proxy or Voting Instruction Form for receipt by 5:00 p.m. (Toronto time) on Thursday, June 23, 2016 using the enclosed Business Reply Envelope.

If you ask for the Meeting Materials to be mailed to you, please note that another Proxy or Voting Instruction Form will not be sent. Please retain your current Proxy or Voting Instruction Form for voting purposes.

### **QUESTIONS**

Shareholders with questions about notice-and-access can contact the Company by calling collect at (416) 583-5620.