



NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

to be held on Wednesday, June 14, 2017

TAKE NOTICE that the Annual and Special Meeting of Shareholders (the “**Meeting**”) of Sama Graphite Inc. (the “**Company**”) will be held at:

Location: 1320 Graham Blvd., Suite 132
Mont-Royal, Quebec H3P 3C8

Date: June 14, 2017

Time: 10:00 a.m.

The purposes of the Meeting are to:

1. Receive and consider the financial statements of the Company for the financial year ended December 31, 2016 and the auditors’ report thereon;
2. Elect directors;
3. Appoint auditors and authorize the directors to fix their remuneration;
4. Consider, and approve if appropriate, a special resolution to change the Company’s name to “SRG Graphite Inc.”;
5. Consider, and approve if appropriate, an ordinary resolution renewing the Company’s stock option plan; and
6. Transact such other business as may properly be brought before the Meeting.

If you are unable to attend the Meeting in person, please complete and sign the enclosed form of proxy and deliver it to Computershare Investor Services Inc. (i) by mail or hand delivery to Proxy Department, 100 University Avenue, 9th Floor, Toronto, Ontario M5J 2Y1, or (ii) by facsimile to 416-263-9524 or 1-866-249-7775. A shareholder may also vote using the internet at www.investorvote.com or by telephone at 1-866-732-8683. In order to be valid and acted upon at the Meeting, the form of proxy must be received no later than 5:00 p.m. (EST) on June 12, 2017 or be deposited with the Secretary of the Company before the commencement of the Meeting or any adjournment thereof.

DATED at Montreal, Quebec

May 10, 2017

BY ORDER OF THE BOARD OF
DIRECTORS

(s) Marc-Antoine Audet

Marc-Antoine Audet
President and Chief Executive Officer