



MINDORO
RESOURCES LTD

**ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS
NOTICE AND ACCESS NOTIFICATION TO SHAREHOLDERS**

Dear Shareholder(s):

You are receiving this notification because Mindoro Resources Ltd. (the "Corporation") has elected to use the Notice and Access method under National Instrument 54-101 *Communication with Beneficial Owners of Securities of a Reporting Issuer* ("Notice and Access") for delivery of meeting materials for the upcoming Annual and Special Meeting of Shareholders (the "Meeting"). Under the Notice and Access provisions, you will still receive a proxy or voting instruction form by mail. However, instead of a paper copy of the Corporation's management information circular dated October 11, 2017 ("Information Circular"), you are receiving this notice outlining how you may access these materials electronically. The use of Notice and Access is more environmentally friendly and directly benefits the Corporation through a reduction in postage and material costs.

MEETING DATE AND LOCATION

When: Thursday, November 23, 2017 at 9:00 AM (Philippine Time)

Where: Function Room 7th Floor Mosaic Tower
115 Trasierra St., Legaspi Village
Makati City, Metro Manila
Philippines

SHAREHOLDERS ARE BEING ASKED TO CONSIDER AND VOTE ON THE FOLLOWING MATTERS AT THE MEETING:

1. to receive the audited financial statements of the Corporation and the report of the auditors for the year ended December 31, 2016;
2. to fix the number of directors of the Corporation to be elected at the Meeting;
3. to elect directors of the Corporation for the ensuing year;
4. to appoint auditors of the Corporation and to authorize the directors to fix the remuneration to be paid to the auditors;
5. to consider and, if deemed advisable, to pass an ordinary resolution, the full text of which is set forth in the accompanying management information circular and proxy statement (the "**Management Information Circular**"), adopting and re-approving the stock option plan of the Corporation and authorizing the Corporation's board of directors to make any amendments thereto that may be required for the purpose of obtaining the approval of applicable securities regulatory authorities or stock exchanges; and
6. to transact such other business as may properly come before the Meeting or any adjournment thereof.

SHAREHOLDERS ARE REMINDED TO VIEW THE INFORMATION CIRCULAR PRIOR TO VOTING.

WEBSITE WHERE THE MEETING MATERIALS ARE POSTED

The Information Circular and other meeting materials may be viewed online at www.sedar.com or at www.mindoro.com/s/2017AGM.asp

HOW TO OBTAIN PAPER COPIES OF THE MEETING MATERIALS

Shareholders may request to receive a paper copy of the Information Circular and other meeting materials by mail at no cost to them. Requests may be made up to one year from the date the Information Circular was filed on SEDAR by:

- Calling +63.917.322.6975
- Sending an email to noticeandaccess@mindoro.com

Requests should be received at least ten (10) 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 Information Circular in advance of such date and the meeting date.

VOTING

Beneficial shareholders: are asked to return their voting instruction forms in accordance with the deadline and instructions noted on the voting instruction form:

Registered Shareholders: are asked to return their proxies no later than November 21, 2017 at 9:00 AM (Philippine Time) or if the meeting is adjourned or postponed no later than 48 hours prior to such adjourned or postponed Meeting (excluding Saturdays, Sundays and statutory holidays). Proxies may be returned by the following methods:

Mail: Computershare Investor Services
 Proxy Department
 135 West Beaver Creek
 PO Box 300
 Richmond Hill, ON L4B 4R5

By Hand: Computershare Investor Services
 8th Floor, 100 University Ave
 Toronto, ON M5J 2Y1

Web: www.investorvote.com

Phone: 1 (866) 732-8683

Alternatively, the completed form of proxy may be deposited with the Chairman of the Meeting on the day of the Meeting, or any adjournment or postponement thereof.

SHAREHOLDERS WITH QUESTIONS REGARDING NOTICE AND ACCESS MAY CALL AT +63.917.322.6975.

Dated at Manila, Philippines this 11th day of October, 2017.

By Order of the Board of Directors of
MINDORO RESOURCES LTD.

(Signed) Mary Anne B. Antazo
Interim Chief Executive Officer