

**NOTICE OF SPECIAL MEETING OF
SHAREHOLDERS OF LITHIUM CHILE INC.
TO BE HELD FRIDAY, APRIL 27, 2018**

NOTICE IS HEREBY GIVEN that, pursuant to an order (the "**Interim Order**") of the Court of Queen's Bench of Alberta (the "**Court**") dated March 28, 2018, a special meeting (the "**Meeting**") of the holders (collectively, the "**LITH Shareholders**") of common shares (the "**LITH Shares**") in the capital of Lithium Chile Inc. ("**LITH**") will be held at the offices of Burstall Winger Zammit LLP, Suite 1600, 333 - 7th Avenue S.W., Calgary, Alberta, on Friday, April 27, 2018 at 10:00 a.m. (Calgary time) for the following purposes:

- (a) to consider and, if thought advisable, to pass, with or without variation, a special resolution (the "**Arrangement Resolution**"), the full text of which is set forth in Schedule "A" to the Corporation's information circular dated March 26, 2018 (the "**Circular**"), to approve a plan of arrangement (the "**Arrangement**") under Section 193 of the *Business Corporations Act* (Alberta) ("**ABCA**"), all as more particularly described in the Circular; and
- (b) to transact such further and other business as may properly be brought before the Meeting or any adjournment or postponement thereof.

The nature of the business to be transacted at the Meeting and the specific details regarding the Arrangement are described in further detail in the Circular.

The LITH Shareholders will be entitled to one vote at the Meeting for each LITH Share held. The Arrangement Resolution must be approved by not less than 66⅔% of the votes cast by LITH Shareholders, represented either in person or by proxy at the Meeting, voting together as a single class.

The board of directors of LITH has set the close of business on March 8, 2018 (the "**Record Date**") as the record date for determining LITH Shareholders who are entitled to receive notice of and vote at the Meeting or any adjournment or postponement thereof. Each LITH Share entitled to be voted at the Meeting will entitle the holder to one vote at the Meeting in respect of the Arrangement Resolution and any other matters to be considered at the Meeting. Only LITH Shareholders whose names have been entered in the registers for the LITH Shares on the close of business on the Record Date will be entitled to receive notice of and to vote at the Meeting. Holders of LITH Shares who acquire LITH Shares after the Record Date will not be entitled to vote such LITH Shares at the Meeting unless, after the Record Date, a holder of record transfers his or her LITH Shares and the transferee, upon producing properly endorsed certificates or DRS Advice evidencing such LITH Shares or otherwise establishing that he or she owns such LITH Shares, requests at least ten (10) days before the Meeting that the transferee's name be included in the list of LITH Shareholders entitled to vote, in which case such transferee shall be entitled to vote such LITH Shares at the Meeting.

Whether or not you intend to attend the Meeting, you are requested to complete, sign, date and return the enclosed form of proxy either in the enclosed addressed envelope to the attention of Computershare Trust Company of Canada, Proxy Department, 100 University Avenue, 8th Floor, Toronto, Ontario, M5J 2Y1, or by Facsimile: 1-866-249-7775, not later than 48 hours (excluding Saturdays, Sundays and statutory holidays) prior to the commencement of the Meeting or any adjournment or postponement thereof. Late proxies may be accepted or rejected by the Chairman of the Meeting in his sole discretion, and the Chairman is under no obligation to accept or reject any particular late proxy.

Pursuant to the Interim Order, registered LITH Shareholders have the right to dissent with respect to the Arrangement Resolution and, if the Arrangement Resolution becomes effective, to be paid the fair value of their LITH Shares in accordance with the provisions of Section 191 of the ABCA, as modified by the Interim Order. A registered LITH Shareholder wishing to exercise a right of dissent with respect to the Arrangement must send a written objection to the Arrangement Resolution to LITH, which written objection must be received by LITH, c/o its counsel Burstall Winger Zammit LLP, 1600, 333 - 7th Avenue S.W., Calgary, Alberta, T2P 2Z1, Attention: Sabina Shah, by 5:00 p.m. (Calgary time) on April 25, 2018, or the Business Day that is two Business Days immediately preceding the date of any adjournment or postponement of the Meeting. A LITH Shareholder's right to dissent is

more particularly described in the Circular, including in the Interim Order and in the text of Section 191 of the ABCA, which are set forth in Schedules "C" and "D", respectively, to the Circular.

Failure to strictly comply with the requirements set forth in Section 191 of the ABCA, as modified by the Interim Order, may result in the loss of any right of dissent. Persons who are beneficial owners of LITH Shares registered in the name of a broker, custodian, nominee or other intermediary who wish to dissent should be aware that only the registered holders of LITH Shares are entitled to dissent. Accordingly, a beneficial owner of LITH Shares desiring to exercise this right must make arrangements for the LITH Shares beneficially owned by such holder to be registered in the beneficial owner's name prior to the time the written objection to the Arrangement Resolution is required to be received by LITH or, alternatively, make arrangements for the registered holder of such LITH Shares to dissent on the beneficial owners' behalf. It is strongly recommended that any LITH Shareholder wishing to dissent seek independent legal advice, as failure to comply strictly with the provisions of the ABCA, as modified by the Interim Order, may prejudice such LITH Shareholder's right to dissent. See "*Dissent Rights*" in the Circular for further information regarding the right to dissent.

DATED at Calgary, Alberta, this 26th day of March, 2018.

**BY ORDER OF THE BOARD OF DIRECTORS
OF LITHIUM CHILE INC.**

"Steven Cochrane"

Steven Cochrane
President and Chief Executive Officer