



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 to 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 17, 2014 ("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: Friday, November 28, 2014 at 10:30 AM (Edmonton Time)

Where: Turner Valley Room
The Edmonton Petroleum Club
11110 108 Street NW
Edmonton, Alberta

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

1. receiving and considering the audited financial statements and the auditor's report for the year ended December 31, 2013, and the interim financial statements for the three and six months ended June 30, 2014;
2. approving amendments to By-Law No. 2 (see Schedule "G" of the Information Circular);
3. electing the directors (see section 5.3 of the Information Circular);
4. appointing the auditors and authorizing the directors to fix their remuneration (see section 5.4 of the Information Circular);
5. approving the Stock Option Plan (see Section 5.5 of the Information Circular and Schedule "E" of the Information Circular); and
6. transacting such other business as may properly be brought 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/2014AGM.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 +1.866.683.7233 ext. 3; or
- 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 Wednesday, November 26, 2014 at 10:30 AM (Edmonton 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 holidays). Proxies may be returned by the following methods:

Internet: <https://proxy.valianttrust.com>

Facsimile: +1.403.233.2857

Mail: 310-606 4 ST SW
CALGARY AB T2P 1T1

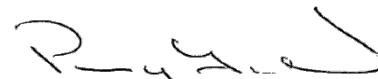
Alternatively, the completed form of proxy may be deposited with the Chairman of the Meeting on the day of the Meeting, or any adjournment or postponement thereof.

SHAREHOLDERS WITH QUESTIONS REGARDING NOTICE AND ACCESS MAY CALL TOLL FREE AT +1.866.683.7233 EXT. 3.

Dated at Edmonton, Alberta this 17th day of October, 2014.

By Order of the Board of Directors of

MINDORO RESOURCES LTD.



Penny Gould
Chief Executive Officer