



NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

TAKE NOTICE that an Annual General Meeting (the “Meeting”) of the Shareholders of **DEFIANCE SILVER CORP.** (the “Company”) will be held in the Boardroom of Northwest Law Group, Suite 704 – 595 Howe Street, Vancouver, British Columbia, on Wednesday, the 27th day of March, 2019, at 10:00 a.m. (Pacific time) for the following purposes:

1. To receive the audited financial statements of the Company for the financial year ended June 30, 2018, together with the Auditor’s Report thereon.
2. To set the number of directors for the ensuing year at six.
3. To elect directors for the ensuing year.
4. To re-appoint Davidson & Company LLP, Chartered Professional Accountants, as auditors of the Company for the ensuing year at a remuneration to be approved by the Directors.
5. To approve the renewal of the Company’s 10% rolling stock option plan, as more particularly set out in the accompanying Information Circular.
6. To transact such other business as may be brought before the Meeting.

Accompanying this Notice is an Information Circular dated February 19, 2019, a form of proxy or voting instruction form and a reply card for use by shareholders who wish to receive the Company’s interim and/or annual financial statements. The accompanying Information Circular provides information relating to the matters to be addressed at the meeting and is incorporated into this Notice.

Registered shareholders unable to attend the Meeting in person and who wish to ensure their shares will be voted at the Meeting are requested to complete, date and sign the enclosed form of proxy, or another suitable form of proxy and deliver it in accordance with the instructions set out in the form of proxy and in the Information Circular.

Non-registered shareholders planning to attend the Meeting must follow the instructions set out in the voting instruction form to ensure their shares will be voted at the Meeting. If you hold your shares in a brokerage account you are not a registered shareholder.

DATED at Vancouver, British Columbia, this 19th day of February, 2019.

ON BEHALF OF THE BOARD OF DIRECTORS

“Peter J. Hawley”

Peter J. Hawley
President and Chief Executive Officer