

**LARGO RESOURCES LTD.**  
55 University Avenue, Suite 1101  
Toronto, Ontario  
M5J 2H7

**NOTICE OF ANNUAL MEETING OF SHAREHOLDERS**

NOTICE IS HEREBY GIVEN that an annual meeting (the "**Meeting**") of the shareholders (the "**Shareholders**") of common shares ("**Common Shares**") of Largo Resources Ltd. (the "**Corporation**") will be held at the offices of Gowling WLG (Canada) LLP, 100 King Street West, Suite 1600, Toronto, Ontario, M5X 1G5 on June 28, 2018, at 11:00 A.M (Toronto time) for the following purposes:

1. to receive and consider the audited financial statements of the Corporation as at and for the fiscal year ended December 31, 2017, together with the report of the auditor thereon;
2. to elect directors of the Corporation for the ensuing year;
3. to re-appoint PricewaterhouseCoopers LLP, Chartered Accountants as auditor of the Corporation and authorize the directors to fix their remuneration; and
4. to transact such further or other business as may properly come before the Meeting or any postponement(s) or adjournment(s) thereof.

Shareholders should refer to the accompanying Information Circular for more detailed information with respect to the matters to be considered at the Meeting.

**If you are a registered Shareholder** of the Corporation and are unable to attend the Meeting in person, please date and execute the accompanying form of proxy and return it in the envelope provided to TMX Trust, the registrar and transfer agent of the Corporation, at 100 Adelaide Street W., Ste 301, Toronto, ON, M5H 4H1 by no later than 11:00 A.M. (Toronto time) on June 26, 2017.

**If you are not a registered Shareholder** of the Corporation and receive these materials through your broker or through another intermediary, please complete and return the form of proxy in accordance with the instructions provided to you by your broker or by the other intermediary.

The directors of the Corporation have fixed May 17, 2018 as the record date. Holders of Common Shares of record at the close of business on May 17, 2018 are entitled to notice of the Meeting and to vote thereat or at any adjournment(s) thereof. The transfer books will not be closed.

By order of the Board of Directors

DATED at Toronto, Ontario as of the 30<sup>th</sup> day of May, 2018.

BY ORDER OF THE BOARD OF DIRECTORS

(Signed) "Mark Smith"

Director, President and Chief Executive Officer