

ROCKEX LIMITED

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that an Annual and Special Meeting of Shareholders (the "**Meeting**") of **ROCKEX LIMITED** (the "Corporation") will be held on Thursday, May 27, 2010 at 2:30 o'clock in the afternoon (local time), at Valhalla Inn, 1 Valhalla Inn Road, Thunder Bay, Ontario, Boardroom #2, for the following purposes:

1. to receive and consider the financial statements of the Corporation for the periods ended March 31, 2008, March 31 2009 and December 31, 2009;
2. to re-appoint Grant Thornton LLP, Chartered Accountants, as the auditors of the Corporation for the ensuing year and to authorize the directors of the Corporation to fix the remuneration and terms of engagement of the auditors;
3. to consider, and, if deemed advisable, to pass, with or without variation, a special resolution to amend the Articles of the Corporation to increase the minimum number and maximum number of directors, to fix the number of directors at six (6) and to authorize the directors to fix the number of directors from time to time, the text of such special resolution being reproduced in Exhibit "A" on Schedule A attached hereto;
4. to consider, and, if deemed advisable, to pass, with or without variation, a special resolution to amend the Articles of the Corporation to increase the authorized capital of the Corporation by creating an unlimited number of special shares issuable in series, the text of such special resolution being reproduced in Exhibit "B" on Schedule A attached hereto;
5. to consider, and, if deemed advisable, to pass, with or without variation, a special resolution to amend the Articles of the Corporation to change the name of the Corporation to Rockex Mining Limited, the text of such special resolution being reproduced in Exhibit "C" on Schedule A attached hereto;
6. to elect directors of the Corporation for the ensuing year;
7. to consider, and, if deemed advisable, to pass, with or without variation, a resolution to approve, ratify and confirm the stock option plan, the text of such resolution being reproduced in Exhibit "D" on Schedule A attached hereto;
8. to consider, and, if deemed advisable, to pass, with or without variation, a resolution to approve, ratify and confirm all resolutions, contracts, acts and proceedings of the director and officers of the Corporation since incorporation, the text of such resolution being reproduced in Exhibit "E" on Schedule A attached hereto;
9. to transact such further or other business as may properly come before the Meeting or any adjournment thereof.

This notice is accompanied by a form of proxy.

Shareholders of record as at April 27, 2010 will be entitled to vote at the Meeting of Shareholders.

DATED at Thunder Bay, in the Province of Ontario, as of this 12th day of May, 2010.

"Pierre Gagné"

Pierre Gagné, Director

SHAREHOLDERS WHO ARE UNABLE TO ATTEND THE MEETING IN PERSON ARE KINDLY REQUESTED TO SPECIFY ON THE ENCLOSED FORM OF PROXY THE MANNER IN WHICH THE SHARES REPRESENTED THEREBY ARE TO BE VOTED AND TO COMPLETE, DATE, SIGN AND RETURN SUCH PROXY TO ROCKEX LIMITED, 580 NEW VICKERS STREET, THUNDER BAY, ONTARIO P7E 6P1, ATTENTION: PIERRE GAGNÉ IN THE ENVELOPE PROVIDED FOR THAT PURPOSE.