

PROBE RESOURCES LTD.
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NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

Take notice that the annual general meeting (the “Meeting”) of Shareholders of **Probe Resources Ltd.** (the “Company”) will be held at 1500 – 1055 West Georgia Street, Vancouver, British Columbia, on Tuesday, March 23, 2010 at 11:00 a.m., local time, for the following purposes:

1. To receive the financial statements of the Company for its fiscal year ended August 31, 2009, report of the auditor and related management discussion and analysis;
2. To elect directors of the Company for the ensuing year;
3. To appoint BDO Canada LLP as auditor of the Company for the ensuing year;
4. To ratify and approve the continuance of the 10% rolling number share option plan; and
5. To consider any permitted amendment to or variation of any matter identified in this Notice and to transact such other business as may properly come before the Meeting or any adjournment thereof.

An Information Circular accompanies this Notice. The Information Circular contains details of matters to be considered at the Meeting.

Registered shareholders who are unable to attend the Meeting in person and who wish to ensure that 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 who plan to attend the Meeting must follow the instructions set out in the form of proxy or voting instruction form to ensure that 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 18th day of February, 2010.

BY ORDER OF THE BOARD

“Morgan Tincher”

**Morgan Tincher
Corporate Secretary**