



## NOTICE AND ACCESS NOTIFICATION TO SHAREHOLDERS

### ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS TO BE HELD ON SEPTEMBER 25, 2015

You are receiving this notification as Wellgreen Platinum Ltd. (“**Wellgreen Platinum**,” the “**Company**,” “**we**,” “**us**” or “**our**”) is using the notice and access model (“**Notice and Access**”) for the delivery of meeting materials to our shareholders for the annual general and special meeting of our shareholders that will be held on September 25, 2015 (the “**Meeting**”). The use of Notice and Access means delivery to our shareholders of the materials for the Meeting is more environmentally friendly as it will help reduce paper use and our carbon footprint and it should also reduce our printing and mailing costs.

Under Notice and Access, instead of receiving printed copies of the Company’s management information circular (the “**Circular**”) for the Meeting, the audited consolidated financial statements of the Company for the year ended December 31, 2014 and management’s discussion and analysis thereon (collectively, the “**Meeting Materials**”), our shareholders are receiving this notification containing information on how to access the Meeting Materials electronically. However, together with this notification, shareholders continue to receive a proxy or voting instruction form, as applicable, enabling them to vote at the Meeting.

#### Meeting Date, Location and Purposes

<b>When:</b>	Friday, September 25, 2015 10:00 a.m. (Eastern Standard Time)	<b>Where:</b>	Suite 2100, Scotia Plaza, 40 King Street West Toronto, Ontario M5H 3C2
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Shareholders will be asked to consider and vote on the following matters:

1. **Financial Statements:** Receive our audited consolidated annual financial statements for the financial year ended December 31, 2014 and the auditor’s report on those statements (see the section entitled “*Particulars of the matters to be acted upon – Receipt of audited consolidated financial statements*” on page 10 of the Circular);
2. **Fix Number of Directors:** Fix the number of directors at five for the ensuing year (see the section entitled “*Particulars of the matters to be acted upon – Election of directors*” on page 10 of the Circular);
3. **Elect our Directors:** Elect five directors to our board to hold office for the ensuing year (see the section entitled “*Particulars of the matters to be acted upon – Election of directors*” on page 10 of the Circular);
4. **Appoint our Auditor:** Re-appoint Manning Elliott LLP as our independent auditor for the ensuing year and authorizing the directors to set the auditor’s pay (see the section entitled “*Particulars of the matters to be acted upon – Appointment of auditor*” on page 18 of the Circular);
5. **Amendments to Share-Based Compensation Plan:** Approve amendments to our share-based compensation plan (see the section entitled “*Particulars of the matters to be acted upon – Approval of Amendments to the Share-Based Compensation Plan*” on page 18 of the Circular); a copy of the proposed amended share-based compensation plan will be available for inspection by shareholders at our records office, during statutory business hours on any business day from the date of this notification up to and including September 23, 2015;
6. **Amendments to Insider Warrants:** Approve amendments to certain warrants held by insiders of Wellgreen Platinum (see the section entitled “*Particulars of the matters to be acted upon – Approval of Amendments to the June 2013 Insider Warrants*” on page 24 of the Circular);
7. **Creation of Preferred Shares:** Approve amendments to our notice of articles and articles necessary to create a class of preferred shares (see the section entitled “*Particulars of the matters to be acted upon – Creation of Class of Preferred Shares*” on page 26 of the Circular); and
8. **Other Business:** Conduct such other business properly brought before the Meeting or any adjournment or postponement of the Meeting (see the section entitled “*Particulars of the matters to be acted upon – Other business*” on page 27 of the Circular).

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TSX: WG | OTC-QX: WGPLF



**Wellgreen Platinum reminds shareholders that it is important that they review the Circular before voting. See below for instructions on how to view the Circular.**

### Accessing the Meeting Materials Online

Shareholders can view the Meeting Materials online under our SEDAR profile at [www.sedar.com](http://www.sedar.com), or on our website at [www.wellgreenplatinum.com/2015AGM](http://www.wellgreenplatinum.com/2015AGM).

### Requesting Paper Copies of the Meeting Materials

Shareholders may request that paper copies of the Meeting Materials be sent to them by postal delivery at no cost to them up to one year from the date the Circular was filed on SEDAR.

**Registered shareholders** may make their request by contacting Chris Ackerman, our Manager, Corporate Communications, at 1.888.715.7528 or by e-mail: [info@wellgreenplatinum.com](mailto:info@wellgreenplatinum.com).

**Non-registered shareholders** may make their request online at [www.proxyvote.com](http://www.proxyvote.com) or by telephone at 1.877.907.7643 by entering the 16-digit control number located on their voting instruction form and following the instructions provided. If you are a non-registered shareholder and you do not have a control number on your voting instruction form, please call toll-free at 1.855.887.2243.

To receive the Meeting Materials in advance of the proxy deposit deadline date and the date of the Meeting, Wellgreen Platinum must receive requests for paper copies of the Meeting Materials at least seven (7) business days in advance of the proxy deposit deadline date and time set out in the accompanying proxy or voting instruction form. The Meeting Materials will be sent to those shareholders who request a paper copy of the Meeting Materials within three (3) business days of their request if such requests are made before the Meeting. Those shareholders with existing instructions on their account to receive a paper copy of Meeting Materials will receive a paper copy of the Meeting Materials with this notification.

### Voting Process

This notice is accompanied by either a form of proxy (for registered shareholders) or a voting instruction form (for non-registered shareholders).

**Registered shareholders** are asked to return their proxies using the following methods by the proxy deposit date noted on your proxy:

- INTERNET:** [www.investorvote.com](http://www.investorvote.com)  
Follow the instructions using the 15 digit control number noted on your proxy.
- TELEPHONE:** 1.866.732.8683 (North America)  
1.312.588.4290 (if outside North America)  
You will need the 15 digit control number noted on your proxy.
- MAIL:** Computershare Investor Services Inc.  
Attention: Proxy Department  
8<sup>th</sup> floor, 100 University Avenue  
Toronto, Ontario M5J 2Y1

If you are a registered shareholder and you have questions or need assistance completing your form of proxy, please contact Yasmin Ali of Computershare Investor Services Inc. at 604.661.9509.



**Non-registered shareholders** are asked to return their voting instructions using the methods set out on their voting instruction form or business reply envelope, or as set out below, at least one business day in advance of the proxy deposit date noted on your voting instruction form:

<b>CANADA</b>		<b>UNITED STATES</b>	
<b>INTERNET:</b>	www.proxyvote.com Follow the instructions using the 16 digit control number from your voting instruction form.	<b>INTERNET:</b>	www.proxyvote.com Follow the instructions using the 16 digit control number from your voting instruction form.
<b>TELEPHONE:</b>	1.800.474.7493 You will need the 16 digit control number noted on your voting instruction form.	<b>TELEPHONE:</b>	1.800.454.8683 You will need the 16 digit control number noted on your voting instruction form.
<b>FACSIMILE:</b>	1.905.507.7793	<b>FACSIMILE:</b>	n/a
<b>MAIL:</b>	Data Processing Centre P.O. Box 2800, STN LCD Malton Mississauga, Ontario L5T 2T7 Canada	<b>MAIL:</b>	Proxy Services P.O. Box 9104 Farmingdale, New York 11735-9533 USA

If you are a non-registered shareholder and you have questions or need assistance completing your voting instruction form, please contact your broker.

## Questions

Shareholders with questions about Notice and Access can contact Chris Ackerman, our Manager, Corporate Communications, at 1.888.715.7528 or by e-mail: [info@wellgreenplatinum.com](mailto:info@wellgreenplatinum.com).

Dated at Vancouver, British Columbia this 17<sup>th</sup> day of August 2015.

By Order of the Board of Directors.

*"Greg Johnson"*

Greg Johnson  
President, Chief Executive Officer and Director