



Suite 900  
Two Bentall Centre  
555 Burrard Street  
Vancouver, B.C.  
Canada V7X 1M8  
Tel: 1 604 682 6718  
Fax: 1 604 682 6722  
jcc4tlx@intergate.ca

## NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the Annual General Meeting (the "Meeting") of the Members of ALDERSHOT RESOURCES LTD. (hereinafter called the "Company") will be held at 10<sup>th</sup> Floor, 595 Howe Street, Vancouver, BC, V6C 2T5, on June 22, 2007 at the hour of 10:00 o'clock (local time) for the following purposes:

1. Presentation of the Financial Statements of the Company for the fiscal year ended January 31, 2007 and the report of the auditor thereon.
2. To determine the number of Directors at five (5).
3. To elect four Directors to serve until the next annual general meeting of shareholders or until their successors are elected or appointed.
4. To appoint Ernst & Young, Chartered Accountants, as auditor for the Company for the ensuing year.
5. To authorize the directors to fix the auditor's remuneration.
6. To ratify, confirm and approve of all acts, deeds and things done by and the proceedings of the Directors and Officers of the Company on its behalf since the last annual general meeting of the Company.
7. To consider and, if thought fit, to ratify and approve the Stock Option Plan, as more particularly described in the attached Information Circular.
8. To approve a Shareholders Rights Plan, as more particularly described in the attached Information Circular.
9. To approve the Tenement Swap Agreement with Thundelarra Exploration Ltd., as more particularly described in the attached Information Circular.
10. To transact such further or other business including, without limitation, such amendments or variations as may properly come before the Meeting or any adjournment or adjournments thereof.

The Board of Directors of the Company has fixed the close of business on May 18, 2007 as the record date for the purpose of determining Shareholders entitled to receive notice of the Meeting. Shareholders who are unable to attend the Meeting in person are requested to read, complete, sign and mail the enclosed Form of Proxy in accordance with the instructions set out in the proxy form and in the information circular accompanying this Notice. Please advise the Company's transfer agent, Pacific Corporate Trust Company, of any change in your mailing address.

**DATED** at the City of Vancouver, in the Province of British Columbia, this 29<sup>th</sup> day of May, 2007.

**BY ORDER OF THE BOARD OF DIRECTORS**

*:signed*

---

JEREMY CADDY,  
President and Chief Executive Officer