



NOTICE OF ANNUAL AND SPECIAL GENERAL MEETING OF SHAREHOLDERS

Take notice that the annual and special general meeting (the “Meeting”) of the Shareholders of **Tyhee Development Corp.** (the “Company”) will be held at Suite 1500 – 1055 West Georgia Street, Vancouver, British Columbia, on Thursday, May 6, 2010, at 10:00 a.m. (Vancouver time) for the following purposes:

1. to receive the consolidated financial statements of the Company for its fiscal period ended November 30, 2009, report of the auditor and related management discussion and analysis;
2. to elect directors of the Company for the ensuing year;
3. to re-appoint the Company’s auditor for the ensuing year;
4. to approve continuation of the Company’s stock option plan; and
5. to approve a special resolution to amend certain sections of the Company’s Articles to allow for the issuance of book-based securities as contemplated under the *Business Corporations Act* (British Columbia).

An Information Circular and Annual Report accompany this Notice. The Information Circular contains details of matters to be considered at the Meeting. The Meeting will also consider any permitted amendment to or variation of any matter identified in this Notice and transact such other business as may properly come before the Meeting or any adjournment thereof. The audited financial statements for the year ended November 30, 2009, report of the auditor and related management discussion and analysis will be made available at the Meeting and are available on SEDAR at www.sedar.com.

Registered shareholders unable to attend the Meeting in person who wish to ensure their shares will be voted at the Meeting are asked 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.

If you hold your shares in a brokerage account you are not a registered shareholder. Non-registered (beneficial) shareholders who plan to attend the Meeting must follow the instructions set out in the form of proxy or voting instruction form and in the Information Circular to ensure their shares will be voted at the Meeting.

Dated at Vancouver, British Columbia, April 6, 2010.

BY ORDER OF THE BOARD OF DIRECTORS

“*Dave R. Webb*”

David R. Webb
President and Chief Executive Officer