

NEW OROPERU RESOURCES INC.

202-15388 24th Avenue
Surrey, BC, V4A 2J2
Telephone: 604 535 4451
Toll Free: 1 866 676 7378
Fax: 604 538 6558

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN THAT the annual general meeting (the “**Meeting**”) of the shareholders of New Oroperu Resources Inc. (the “**Company**”) will be held in the boardroom at 625 Howe Street, Suite 700 Vancouver, British Columbia, at 11:00 a.m. on Wednesday, September 23, 2009, for the following purposes:

1. To receive the financial statements of the Company for the fiscal year ended December 31, 2008, together with the auditor’s report thereon.
2. To appoint the auditor for the Company and to authorize the directors to fix the remuneration to be paid to the auditor.
3. To fix the number of directors at four.
4. To elect directors for the ensuing year.
5. To transact such other business as may properly come before the Meeting and any adjournments thereof.

A shareholder entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote in his stead. If you are unable to attend the Meeting in person, please read the notes accompanying the accompanying instrument of proxy and then complete and return the proxy within the time set out in the notes. As set out in the notes, the enclosed instrument of proxy is solicited by management but you may amend it, if you so desire, by striking out the names listed therein and inserting in the space provided the name of the person you wish to represent you at the Meeting

DATED the 24th day of August, 2009.

BY ORDER OF THE BOARD

“K. Wayne Livingstone”

**K. Wayne Livingstone
President & Director**