



AURIZON MINES LTD.

Suite 900, 510 Burrard Street
Vancouver, British Columbia V6C 3A8

NOTICE OF ANNUAL AND SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Annual and Special General Meeting of the members of AURIZON MINES LTD. (the "Company") will be held in the Boardroom of Computershare Investor Services Inc., 3rd Floor, 510 Burrard Street, Vancouver, British Columbia, on Friday, May 11, 2007, at the hour of 10:00 a.m., Vancouver time, for the following purposes:

1. To receive and consider the report of the directors to the members and the consolidated financial statements of the Company together with the auditors' report thereon for the financial year ended December 31, 2006;
2. to fix the number of directors at eight (8);
3. to elect directors for varying terms;
4. to appoint the auditors for the ensuing year;
5. to authorize the directors to fix the remuneration to be paid to the auditors;
6. to consider and, if thought fit, to pass an Ordinary Resolution to authorize the Company to adopt a 7% rolling stock option plan, as described in the Information Circular accompanying this notice;
7. to consider and, if thought fit, to pass, with or without amendment, a special resolution to alter the Notice of Articles of the Company to remove the application of the Pre-Existing Company Provisions (as defined in the *Business Corporations Act* (British Columbia)), as described in the Information Circular accompanying this notice;
8. to consider and, if thought fit, to pass a special resolution to alter the Notice of Articles of the Company to increase the authorized share capital to an unlimited number of shares, as described in the Information Circular accompanying this notice;
9. to consider and, if thought fit, to pass a special resolution adopting new Articles, as described in the Information Circular accompanying this notice; and
10. to transact such further or other business as may properly come before the meeting and any adjournments thereof.

The accompanying Information Circular provides additional information relating to the matters to be dealt with at the meeting and is deemed to form part of this notice.

If you are unable to attend the meeting in person, please complete, sign and date the enclosed form of proxy and return the same in the enclosed return envelope provided for that purpose within the time and to the location set out in the form of proxy accompanying this notice.

DATED this 19th day of March, 2007.
BY ORDER OF THE BOARD

**David P. Hall, Chairman,
President & Chief Executive Officer**