

GETCHELL GOLD CORP.
(formerly Wabi Exploration Inc.)
855 Brant Street., Burlington, Ontario L7R 2J6

NOTICE OF SPECIAL MEETING OF SHAREHOLDERS
TO BE HELD ON FRIDAY, OCTOBER 26, 2018

NOTICE IS HEREBY GIVEN that an annual general and special meeting (the “**Meeting**”) of the Shareholders of Getchell Gold Corp. (the “**Company**”) will be held at the Company’s office at 855 Brant St., Burlington, Ontario L7R 2J6 on **Friday October 26, 2018 at 10:00 a.m.** (Eastern time) for the following purposes:

1. To elect Directors to hold office for the ensuing year.
2. To consider, and if thought advisable, approve an ordinary resolution confirming and ratifying the Company’s Stock Option Plan, as more particularly described in the Information Circular.
3. To consider, and if thought advisable, approve a special resolution to convert certain non-arms-length debt to equity.
4. To consider, and if thought advisable, approve a special resolution to consolidate all of the Company’s fully paid and issued common shares on the basis of one new post-consolidation share for every six pre-consolidation shares.
5. To consider, and if thought advisable, to approve a special resolution to sell three mineral claims and a net smelter royalty (NSR) in consideration for certain debt of the Company.
6. To consider, and if thought advisable, approve a special resolution authorizing and approving the acquisition of Buena Vista Gold Inc., as more particularly described in the Information Circular.
7. To transact such other business as may properly come before the Meeting or any adjournment 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.

The Board of Directors has fixed the close of business on the 4th day of September 2018, as the record date for determination of shareholders entitled to notice of this Meeting or any adjournment(s) thereof and the right to vote thereat.

If you are a registered shareholder of the Company and are unable to attend the Meeting in person, please complete, date and execute the accompanying form of proxy and deposit it with Capital Transfer Agency Ulc., 390 Bay Street, Suite 920, Toronto, ON M5H 2Y2, not less than 48 hours (excluding Saturdays, Sundays and holidays) prior to the Meeting. The Chair of the Meeting has the discretion to accept proxies received less than 48 hours prior to the Meeting.

If you are a non-registered shareholder of the Company and received these materials through a broker, a financial institution, a participant, a trustee or administrator of a self-administered retirement savings plan, retirement income fund, education savings plan, or other similar self-administered savings or investment plan registered under the *Income Tax Act* (Canada), or a nominee of any of the foregoing that holds your security on your behalf (the “Intermediary”), please complete and return the materials in accordance with the instructions provided to you by your Intermediary.

NOTICE-AND-ACCESS

Notice is also hereby given that the Company has decided to use the notice-and-access method of delivery of meeting materials for the Meeting for beneficial owners of common shares of the Company (the “Non-Registered Holders”) and for registered shareholders. The notice-and-access method of delivery of meeting materials allows the Company to deliver the meeting materials over the internet in accordance with the notice-and-access rules adopted by the Ontario Securities Commission under National Instrument 54-101 - Communication with Beneficial Owners of Securities of a Reporting Issuer. Under the notice-and-access system, registered shareholders will receive a form of proxy and the Non-Registered Holders will receive a voting instruction form enabling them to vote at the Meeting. However, instead of a paper copy of the notice of Meeting, the management

information circular, and related management's discussion and analysis and other meeting materials, if applicable (collectively the "Meeting Materials"), shareholders receive a notification with information on how they may access such materials electronically. The use of this alternative means of delivery is more environmentally friendly as it will help reduce paper use and will also reduce the cost of printing and mailing the Meeting Materials to shareholders. Shareholders are reminded to view the Meeting Materials prior to voting. The Company will not be adopting stratification procedures in relation to the use of notice-and access provisions.

Websites Where Meeting Materials Are Posted:

Meeting Materials can be viewed online under the Company's profile at www.sedar.com or at <http://capitaltransferagency.ca/>. The Meeting Materials will remain posted on the website of Capital Transfer Agency at least until the date that is one year after the date the Meeting Materials were posted.

How to Obtain Paper Copies of the Meeting Materials

Shareholders may request paper copies of the Meeting Materials be sent to them by postal delivery at no cost to them. Requests may be made up to one year from the date the Meeting Materials are posted on the Company's website. In order to receive a paper copy of the Meeting Materials or if you have questions concerning notice-and-access, please call the Company's transfer agent and registrar, Capital Transfer Agency Ulc., toll-free at 1-844-499-4482. Requests should be received by 10:00 a.m. (Eastern time) on October 12, 2018 in order to receive the Meeting Materials in advance of the Meeting.

The accompanying management information circular provides additional detailed information relating to the matters to be dealt with at the Meeting and is supplemental to, and expressly made a part of, this notice of annual meeting. Additional information about the Company and its financial statements are also available on the Company's profile at www.sedar.com.

DATED at Burlington, Ontario, this 4th day of September 2018.

GETCHELL GOLD CORP.

"Peter M. Clausi"

PETER M. CLAUSI, CEO