

CMX GOLD & SILVER CORP.

2019 ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS NOTICE & ACCESS NOTIFICATION

CMX GOLD & SILVER CORP. (the “**Corporation**”) has chosen to use the “**Notice & Access**” model for delivery of meeting materials to its shareholders for its 2019 Annual General and Special Meeting (the “**Meeting**”). Under Notice & Access, shareholders still receive a proxy or voting instruction form enabling them to vote at the Meeting. However, instead of receiving a paper copy of the Notice of Meeting, Management Information Circular, Annual Financial Statements and related Management Discussion & Analysis for the Meeting (the “**Meeting Materials**”), shareholders receive this notification explaining how to access such Meeting Materials on the Internet. This is a much more practical process to communicate in the digital age and it reduces paper use, as well as the cost to shareholders of printing and mailing the Meeting Materials.

2019 ANNUAL GENERAL AND SPECIAL MEETING DATE AND LOCATION:

Date: September 16, 2019
Time: 11:00 a.m. (Mountain Daylight Time)
Place: Office of Dentons Canada LLP, 15th Floor, Bankers Court, 850 - 2nd Street SW,
Calgary, Alberta

MATTERS TO BE ACTED UPON:

At the 2019 Annual General and Special Meeting, shareholders will:

- 1. Financial Statements:**
Receive the audited consolidated financial statements of the Corporation for the financial years ended December 31, 2018 and 2017 and the auditors' report thereon.
- 2. Directors:**
Fix the number of directors to be elected at five and elect directors of the Corporation for the ensuing year or until the next Annual General Meeting.
- 3. Auditors:**
Appoint MNP LLP as Auditors of the Corporation for the ensuing year and authorize the Directors to fix their remuneration.
- 4. Change of Name:**
Approve a change of name of the Corporation to “CMX Silver Corp.” or such other name as the Directors may approve, as more particularly described in the Management Information Circular.
- 5. Share Consolidation:**
Approve a consolidation of Common Shares, as more particularly described in the Management Information Circular.
- 6. Other Business:**
Transact such other business as may properly be brought before the Meeting or any adjournment thereof.

SHAREHOLDERS ARE REMINDED TO REVIEW THE MANAGEMENT INFORMATION CIRCULAR PREPARED IN CONNECTION WITH THIS MEETING PRIOR TO VOTING. See the section of the Management Information Circular titled “Business of the Annual General and Special Meeting”.

ACCESSING MEETING MATERIALS ON-LINE:

The Meeting Materials can be viewed online on the Internet at the following locations:

1. Under the Corporation's "Issuer Profile" at www.sedar.com; or
2. The Corporation's website at www.cmxgoldandsilver.com, under the "INVESTORS" tab, in the folders "Meeting Materials" and "Financial and MD&A".

HOW TO OBTAIN PAPER COPIES OF THE MEETING MATERIALS:

Shareholders may request that a paper copy 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 Management Information Circular was filed on SEDAR by:

1. Calling toll free at 1-855-228-9589; or
2. Sending an email to lossie@cmxgoldandsilver.com

Requests should be delivered at least ten (10) business days in advance of the proxy deposit date set out in the accompanying proxy or voting instruction form in order to receive the Meeting Materials in advance of such date and the Meeting date.

The Corporation has determined that only those shareholders with existing instructions on their investment account to receive paper material will receive a paper copy of the Meeting Materials with this notification.

Shareholders with questions about Notice & Access can call the above referenced toll free number.

VOTING:

To vote, shareholders are requested to carefully follow the instructions on the accompanying proxy or voting instruction form, including those indicating how, when and where the proxy or voting instruction form is to be delivered. In most cases, shareholders will receive a proxy or voting instruction form that allows them to provide voting instructions by mail, on the internet or over the telephone. In order to be valid and acted upon at the Meeting or any adjournment thereof, proxies or voting instruction forms must be received no later than 11:00 a.m. (MDT) on September 12, 2019, in accordance with the instructions set out therein. For further instructions on voting, see "Voting of Proxies" in the Management Information Circular dated July 12, 2019.

Please note that you cannot use this Notice & Access Notification to vote. Also, if you request a paper copy of the Meeting Materials, you will not receive a new voting instruction form or proxy form, so you must retain the voting instruction form or proxy form accompanying this Notice & Access Notification in order to vote.