

**RANDBURG INTERNATIONAL GOLD CORP.**

44 Victoria Street, Suite 1101  
Toronto, Ontario M5C 1Y2

**NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING**

**NOTICE IS HEREBY GIVEN** that the Annual General and Special Meeting (the “Meeting”) of the Shareholders (“Shareholders”) of Randsburg International Gold Corp. (the “Corporation”) will be held at Suite 1101-44 Victoria Street, Toronto, Ontario M5C 1Y2 on December 19, 2013 at the hour of 10:00 a.m. for the following purposes:

1. To receive and consider the audited financial statements of the Corporation for the fiscal year ended January 31, 2013, together with the report of the Auditors thereon;
2. To elect directors for the ensuing year;
3. To appoint McCarney, Greenwood LLP, Chartered Accountants, as auditors of the Corporation for the ensuing year at a remuneration to be fixed by the directors;
4. To pass a resolution re-approving the Corporation’s “rolling” amended and restated , stock option plan (the “Stock Option Plan”); and
5. To transact such further or other business as may properly come before the Meeting and any adjournment or adjournments thereof.

This notice is accompanied by a management information circular, a form of proxy and a supplemental list mailing form.

Shareholders who are unable to attend the Meeting are requested to complete, date, sign and return the enclosed form of proxy so that as large a representation as possible may be had at the Meeting.

The board of directors of the Corporation has by resolution fixed the close of business on November 14, 2013, as the record date, being the date for the determination of the registered holders of common shares entitled to notice of the Meeting and any adjournment thereof.

The board of directors of the Corporation has fixed 10:00 a.m. (Toronto time) on December 17, 2013 or not less than 48 hours (excluding Saturdays, Sundays and holidays) before any adjournment of the Meeting as the time before which proxies to be used or acted upon at the Meeting or any adjournment thereof shall be deposited with the Corporation’s transfer agent.

DATED at Toronto, Ontario, this 14<sup>th</sup> day of November, 2013.

**On Behalf of the Board of**

**RANDBURG INTERNATIONAL GOLD CORP.**

“Michael Opara”

Michael Opara, President