

RANDBURG INTERNATIONAL GOLD CORP.

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

TAKE NOTICE that the annual general and special meeting (the "**Meeting**") of shareholders (the "**Shareholders**") of Randsburg International Gold Corp. (the "**Company**") will be held at the offices of Garfinkle Biderman LLP, Dynamic Funds Tower, 1 Adelaide Street East, Suite 801, Toronto, Ontario M5C 2V9, on September 26, 2018 at 10:00 a.m. (Toronto time) for the following purposes:

1. to receive the audited financial statements for the fiscal year ended January 31, 2018 and 2017, and report of the auditor and related management discussion and analysis;
2. to re-appoint UHY McGovern Hurley LLP, Chartered Accountants as auditor of the Company for the ensuing year and to authorize the directors to fix the auditor's remuneration;
3. to elect directors of the Company for the ensuing year;
4. to consider and, if deemed appropriate, to pass an ordinary resolution, as more particularly set forth in the accompanying Management Information Circular (the "**Information Circular**"), approving the delisting of the issued and outstanding common shares in the capital of the Company ("**Common Shares**") from the TSX Venture Exchange (the "**Exchange**");
5. to consider and, if deemed advisable, to pass, with or without variation, a special resolution authorizing and approving the consolidation of the Common Shares on the basis of one (1) post-consolidation Common Share for a minimum of every existing three (3) pre-consolidation Common Shares and a maximum of twelve (12) pre-consolidation Common Shares issued and outstanding immediately prior to the consolidation, effective for twelve (12) months from the date of such approval;
6. to consider and, if deemed advisable, pass an ordinary resolution approving a change in the name of the Company from "Randsburg International Gold Corp." to such other name as may be determined by the board of directors of the Company, in its sole discretion, effective for twelve (12) months from the date of such approval, as more particularly set forth in the accompanying Information Circular; and
7. to consider and, if deemed advisable, pass a resolution re-approving the Corporation's "rolling" amended and restated , stock option plan (the "**Stock Option Plan**");
8. to consider any permitted amendment to or variation of any matter identified in this Notice of Annual General and Special Meeting of Shareholders (this "**Notice**") and to transact such other business as may properly come before the Meeting or any adjournment thereof. Management is not currently aware of any other matters that could come before the Meeting.

The specific details of the foregoing matters to be put before the Meeting, as well as further information with respect to voting by proxy, are set forth in the Information Circular.

Shareholders who are unable to attend the Meeting in person and who wish to ensure that their shares will be voted at the Meeting must complete, date and execute the enclosed form of proxy, or another suitable form of proxy, and deliver it in accordance with the instructions set out in the form of proxy and in the Information Circular. Unregistered shareholders who plan to attend the Meeting must follow the instructions set out in the voting instruction form and in the Information Circular to ensure that their shares will be voted at the Meeting. If you hold your shares in a brokerage account, you are not a registered shareholder.

DATED at Toronto, Ontario, August 15, 2018.

BY ORDER OF THE BOARD OF DIRECTORS

/s/ "Michael Lerner"

Michael Lerner
Chief Executive Officer and Director