

ARGO GOLD INC.
NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the annual general and special meeting (the "**Meeting**") of shareholders (the "**Shareholders**") of Argo Gold Inc. ("**Argo Gold**" or the "**Corporation**") will be held at Suite 700, 350 Bay Street, Toronto, Ontario M5H 2S6, on the 1st day of December 2022 at 11:00 a.m. (Toronto time), for the following purposes:

1. to receive the audited financial statements of the Corporation for the year ended December 31, 2021 (with comparative statements relating to the preceding fiscal period), together with the report of the auditors thereon (the "**Annual Financial Statements**"), and unaudited condensed interim financial statements for the six months ended June 30, 2022 (the "**Interim Financial Statements**");
2. to consider and, if deemed advisable, to pass a special resolution to fix the number of directors of the Corporation to be elected at the Meeting at four (4);
3. to elect the directors of the Corporation;
4. to appoint McGovern Hurley LLP, Chartered Professional Accountants, as auditors of the Corporation and to authorize the board of directors of the Corporation (the "**Board**") to fix their remuneration;
5. to consider and, if deemed advisable, to pass a special resolution to approve an amendment to the articles of the Corporation to change the name of the Corporation to "Larch Resources Inc.", with or without variation, or such other name as the Board deems appropriate and as may be approved by the regulatory authorities, as more particularly described in the information circular and proxy statement of the Corporation dated October 21, 2022 (the "**Circular**");
6. to consider, and if deemed advisable, to approve, with or without variation, a special resolution to continue the Corporation out of the jurisdiction of Ontario under the *Business Corporations Act* (Ontario) (the "**OBCA**") and into the jurisdiction of Alberta under the *Business Corporations Act* (Alberta) (the "**ABCA**"), as more particularly described in the Circular (the "**Continuation Resolution**");
7. if the Continuation Resolution is approved, to consider, and if deemed advisable, to approve, with or without variation, a resolution to repeal the current by-laws of the Corporation and replace them with the by-laws attached to the Circular as Schedule "D", as more particularly described in the Circular;
8. to consider, and if deemed advisable, to approve, with or without variation, a special resolution to amend the Corporation's articles to: (i) consolidate the common shares of the Corporation (the "**Common Shares**") on the basis of one post-consolidation Common Share for every 500 pre-consolidation Common Shares outstanding; and (ii) subsequently split the post-consolidation Common Shares on the basis of 500 post-split Common Shares for every one post-consolidation Common Share, as more particularly described in the Circular; and
9. to transact such further or other business as may properly come before the Meeting or any adjournment or postponement thereof.

The nature of the business to be transacted at the Meeting is described in further detail in the accompanying Circular. The Circular is deemed to form part of this Notice of Meeting. Please read the Circular carefully before you vote on the matters being transacted at the Meeting.

The record date for the determination of Shareholders entitled to receive notice of and to vote their Common Shares is at the close of business on October 21, 2022. Shareholders whose names have been entered in the register of Shareholders at the close of business on that date will be entitled to receive notice of and to vote their Common Shares.

The form of proxy, financial statement request form and a return envelope accompany this Notice of Meeting. Copies of the Circular, the Annual Financial Statements and accompanying management's discussion and analysis

("MD&A"), and Interim Financial Statements and corresponding MD&A are available to the public on the Corporation's website at <https://argogold.com/investors/financial-statements/> and on SEDAR at www.sedar.com.

Registered Shareholders may vote in person at the Meeting or any adjournment or postponement thereof or they may appoint another person (who need not be a Shareholder) as their proxy to attend and vote in their place. Registered Shareholders unable to be present at the Meeting in person are requested to complete the enclosed form of proxy and deposit it with our transfer agent, TSX Trust Company as follows: (i) by mail using the enclosed return envelope or one addressed to TSX Trust Company, Suite 301, 100 Adelaide Street West, Toronto, Ontario, M5H 4H1; or (ii) by facsimile to 416-595-9593. If you wish to vote through the Internet, please to go www.voteproxyonline.com and follow the instructions. You will require your 12-digit control number found on your proxy form. In order to be valid and acted upon at the Meeting, forms of proxy must be received by TSX Trust Company not less than forty-eight (48) hours (excluding Saturdays, Sundays and statutory holidays in the Province of Ontario) before the time of the Meeting or any adjournment or postponement thereof.

If you hold Common Shares through a broker, financial institution, trustee, nominee or other intermediary or otherwise and received these materials through your broker or another intermediary, please complete and return the voting instruction form provided to you in accordance with the instructions provided therein.

The instrument appointing a proxy must be in writing and must be executed by the Shareholder or his or her attorney authorized in writing or, if the Shareholder is a corporation, under its corporate seal by a duly authorized officer or attorney thereof.

The persons named in the enclosed form of proxy are directors and/or officers of Argo Gold. Each Shareholder has the right to appoint a proxyholder other than such persons, who need not be a Shareholder, to attend and to act for them and on their behalf at the Meeting. To exercise such right, the names of the nominees of management should be crossed out and the name of the Shareholder's appointee should be legibly printed in the blank space provided.

Shareholders who are unable to attend the Meeting are requested to read, complete, sign and mail the enclosed form of proxy in accordance with the instructions set out in the form of proxy.

DATED at Toronto, Ontario, this 21st day of October, 2022.

BY ORDER OF THE BOARD OF DIRECTORS

(signed) "Judy Baker"
Chief Executive Officer