

**IDAHO CHAMPION GOLD MINES CANADA INC.**

401 Bay Street, Suite 2702  
Toronto, Ontario, M5H 2Y4

**NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS  
TO BE HELD ON SEPTEMBER 22, 2020**

NOTICE is hereby given that the annual and special meeting (“**Meeting**”) of the holders of common shares (“**Common Shares**”) of Idaho Champion Gold Mines Canada Inc. (the “**Company**” or the “**Corporation**”) will be held in Toronto Ontario, at 401 Bay Street, Suite 2702, on the 22<sup>nd</sup> day of September, 2020, at 1:00 p.m. (Toronto time) for the following purposes:

- 1) to receive the audited financial statements of the Company for the financial year ending December 31, 2019 and the auditors reply thereon;
- 2) to consider and, if deemed advisable, to pass, with or without variation, a resolution to set the number of directors authorized to be elected to five (5) directors;
- 3) to elect the directors of the Company to hold office until the next annual meeting of the shareholders (“**Shareholders**”) of the Company or until their successors are elected or appointed;
- 4) to re-appoint UHY McGovern Hurley LLP, as auditor of the Company for the ensuing year and authorize the directors to fix the auditor's remuneration;
- 5) to consider and, if deemed advisable, to pass, with or without variation, a resolution approving the restricted share unit plan of the Corporation (the "**RSU Plan**");
- 6) to transact such other business as may properly come before the Meeting or any adjournment thereof.

**The record date for the determination of shareholders entitled to receive notice of and to vote at the Meeting is August 18, 2020 (the “Record Date”). Shareholders of the Company 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 at the Meeting.**

A registered shareholder may attend the Meeting in person or may be represented by proxy. Shareholders who are unable to attend the Meeting or any adjournment thereof in person are requested to date, execute and return the accompanying form of proxy for use at the Meeting or any adjournment thereof. To be effective, the enclosed proxy must be mailed so as to reach or be deposited with **Computershare Trust Company of Canada**, 100 University Avenue, 8th Floor, Toronto, Ontario M5J 2Y1, Attention: Proxy Department, by 1:00 p.m. (Toronto time) on September 18, 2020 or not later than forty-eight (48) hours (excluding Saturdays, Sundays and holidays in the Province of Ontario) preceding the time of the Meeting in the event of any adjournment or postponement thereof.

Shareholders may beneficially own Common Shares that are registered in the name of a broker, another intermediary or an agent of that broker or intermediary (“**Non-Registered Shareholders**”). Without specific instructions, intermediaries are prohibited from voting Common Shares for their clients. If you are a Non-Registered Shareholder, it is vital that the voting instruction form provided to you by your broker, intermediary or its agent is returned according to their instructions sufficiently in advance of deadline specified by the broker, intermediary or its agent to ensure they are able to provide voting instructions on your behalf.

The persons named in the enclosed form of proxy are each a director and/or officer of the Company. Every shareholder has the right to appoint a person or company (who need not be a shareholder) to represent the shareholder at the Meeting other than the persons designated in the enclosed form of proxy. If the shareholder wishes to appoint a person or company other than the persons whose names are designated in the form of proxy, they may do so by inserting the name of the shareholder’s chosen proxyholder in the space provided in the form of proxy.

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

**DATED** at Toronto, Ontario this 20<sup>th</sup> day of August, 2020.

**BY ORDER OF THE BOARD OF DIRECTORS**

*“Jonathan Buick”*

Jonathan Buick

Chief Executive Officer