

## ST. ANTHONY GOLD CORP.

### NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

To be held on December 29, 2021 at 9:00 am [Vancouver time] via Zoom at

<https://us06web.zoom.us/j/87841970847>, Meeting ID: 878 4197 0847 or by phone at 1-346-248-7799

**NOTICE IS HEREBY GIVEN** that the annual general meeting (the “**Meeting**”) of the shareholders of St. Anthony Gold Corp. (the “**Corporation**”) will be held via Zoom at <https://us06web.zoom.us/j/87841970847>, Meeting ID: 878 4197 0847 or by phone at 1-346-248-7799 on Wednesday, the 29th day of December, 2021 at 9:00 a.m. (Vancouver time) for the following purposes:

1. To receive the Financial Statements of the Corporation for the year ended July 31, 2021 together with the report of the auditors thereon.
2. To appoint auditors of the Corporation for the ensuing year and to authorize the Board of Directors to fix the auditors' remuneration, as described in the accompanying Management Information Circular and Proxy Statement (the “Information Circular”), accompanying this Notice.
3. To fix the number of directors and elect directors of the Corporation for the ensuing year, as described in the Information Circular accompanying this Notice.
4. To consider and, if deemed advisable, to pass an ordinary resolution, the full text of which is set forth in the accompanying Information Circular, approving a 10% rolling stock option plan of the Corporation in the form set out in Schedule “B” to the Information Circular;
5. To transact such other business as may properly come before the Meeting or any adjournment or adjournments thereof.

This information circular (the “Circular” or “Information Circular”) provides additional information relating to the matters to be dealt with at the Meeting and is deemed to form part of this Notice. Also accompanying this Notice and the Circular is a Request for Financial Statements and form of proxy for use at the Meeting. Any adjourned meeting resulting from an adjournment of the Meeting will be held at a time and place to be specified at the Meeting. Only shareholders of record at the close of business on November 1, 2021 will be entitled to receive notice of and vote at the Meeting.

A shareholder entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote in his stead. If you are unable to attend the Meeting in person, please read the Information Circular and enclosed proxy (the “Proxy”) and then complete, sign, date and return the Proxy, together with the power of attorney or other authority, if any, under which it was signed or a notarially certified copy to the Corporation's registrar and transfer agent, Computershare, 3<sup>rd</sup> Floor, 510 Burrard Street, Vancouver, B.C. V6C 3B9 at least 48 hours (excluding Saturdays, Sundays and holidays) before the time fixed for the Meeting or any adjournment. Failure to do so may result in your shares not being voted at the Meeting. As set out in the notes to the Proxy, the Proxy is solicited by management, but you may amend it, if you so desire, by striking out the names listed on it and inserting in the space provided the name of the person you wish to have represent you at the Meeting.

Unregistered shareholders who received the Proxy through an intermediary must deliver the proxy in accordance with the instructions given by the intermediary.

Dated at Vancouver, British Columbia, this 26th day of November, 2021.

BY ORDER OF THE BOARD OF DIRECTORS

(signed) "Peter Wilson"

Peter Wilson  
Chief Executive Officer