

ESGOLD CORP.
Suite 1500 – 1055 West Georgia Street
Vancouver, British Columbia V6E 4N7
Telephone: (604) 506-7555

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

Take notice that the annual general meeting (the “**Meeting**”) of the shareholders of ESGold Corp. (the “**Company**”) will be held at Suite 1500, 1055 West Georgia Street, Vancouver, British Columbia, Canada on Wednesday, December 11, 2024 at 10:00 a.m. (PST) for the following purposes:

1. To receive and consider the audited consolidated financial statements of the Company for the financial year ended June 30, 2024, together with the auditor’s report thereon (the “**Annual Financial Statements**”) and the related management discussion and analysis (the “**MD&A**”).
2. To elect directors of the Company for the ensuing year.
3. To appoint Davidson & Company LLP, Chartered Professional Accountants, as auditor of the Company for the ensuing year and to authorize the directors to fix the auditor’s remuneration.
4. To consider any permitted amendment to or variation of any matter identified in this Notice and to transact such other business as may properly come before the Meeting or at any adjournment or postponement thereof.

An Information Circular accompanies this Notice and contains details of the matters to be considered at the Meeting.

A copy of the Annual Financial Statements and MD&A will be made available at the Meeting, and copies are available on SEDAR+ at www.sedarplus.ca.

Registered shareholders who are unable to attend the Meeting in person and wish to ensure that their shares will be voted at the Meeting, must complete, date and sign 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.

If your shares are held in a brokerage account you are not a registered shareholder. Unregistered shareholders who plan to attend the Meeting must follow the instructions set out in the form of proxy or voting instruction form to ensure that their shares will be voted at the Meeting.

DATED at Vancouver, British Columbia, this 12th day of November, 2024.

BY ORDER OF THE BOARD

“Paul Mastantuono”

Paul Mastantuono
Chief Executive Officer and Director