

**NOTICE OF THE ANNUAL GENERAL AND SPECIAL MEETING  
OF SHAREHOLDERS OF**

**GREEN RIVER GOLD CORP.**

NOTICE IS HEREBY GIVEN that the Annual General and Special Meeting of the Shareholders of Green River Gold Corp. (hereinafter called the “**Company**”), will be held at the German Club, 8310 Roper Road, in the City of Edmonton, Province of Alberta, on the 18th day of May, 2018, at the hour of 10:00 a.m. (MST) (the “**Meeting**”) for the purpose of:

1. Receiving and considering the audited financial statements of the Company for the year ended September 30, 2017;
2. Appointing auditors for the ensuing year and authorizing the directors to fix the remuneration of the auditors;
3. Setting the number of directors at four (4);
4. Electing directors for the ensuing year;
5. Considering, and if advisable, approving an ordinary resolution approving the Company’s incentive stock option plan; and
6. Transacting such other business as may properly come before the Meeting or any adjournment thereof.

All registered shareholders as at March 22, 2018 (the “**Record Date**”) are entitled to attend and vote at the Meeting in person or by proxy. Shareholders who are unable to attend the Meeting in person are requested to date and sign the enclosed form of proxy and to return it to Computershare Investor Services Inc., Proxy Department, 100 University Avenue, 8<sup>th</sup> Floor, Toronto, Ontario, M5J 2Y1, or by fax within North America to 1-866-249-7775, and outside North America to (416) 263-9524 (according to the instructions on the proxy), at least 48 hours (excluding Saturdays, Sundays and holidays) before the time for holding the Meeting. If a shareholder does not deliver a proxy in accordance with these instructions or to the presiding officer of the Meeting, then the shareholder will not be entitled to vote at the Meeting by proxy.

Non-registered shareholders as at the Record Date who receive this notice and information circular from their broker or other intermediary should complete and return the proxy or voting instruction form in accordance with the instructions provided with it. Failure to do so may result in the shares of the non-registered shareholders not being eligible to be voted at the Meeting. An information circular, a form of proxy and voting instruction form accompany this Notice of Meeting.

DATED at Edmonton, Alberta, this 26<sup>th</sup> day of March, 2018.

**BY ORDER OF THE BOARD**

“*Pearson John Little*”

Pearson John Little

Director, President and Chief Executive Officer