

**BAMA GOLD CORP.**  
P.O. Box 10322, Pacific Centre  
Suite 1450 - 701 West Georgia Street  
Vancouver, BC V6C 2T4

**NOTICE OF ANNUAL GENERAL MEETING**

TAKE NOTICE that the 2012 Annual General Meeting of the Members of Bama Gold Corp. (hereinafter called the "Company") will be held at Suite 1750, 1185 West Georgia Street, Vancouver, B.C. on:

**TUESDAY, DECEMBER 18, 2012**

at the hour of 9:30 o'clock in the forenoon (Vancouver time) for the following purposes:

1. to receive the Report of the Directors;
2. to receive the financial statements of the Company for its fiscal year ended June 30, 2012 and the report of the Auditors thereon;
3. to appoint Auditors for the ensuing year and to authorize the Directors to fix their remuneration;
4. to determine the number of directors and to elect directors;
5. to consider and, if thought fit, to approve the Company's stock option plan, which makes a total of 10% of the issued and outstanding shares of the Company available for issuance thereunder, as described in the accompanying Information Circular dated November 13, 2012; and
6. to transact such other business as may properly come before the Meeting.

Accompanying this Notice are an Information Circular and Form of Proxy.

A shareholder entitled to attend and vote at the Meeting is entitled to appoint a proxyholder to attend and vote in his stead. If you are unable to attend the Meeting, or any adjournment thereof in person, please read the Notes accompanying the Form of Proxy enclosed herewith and then complete and return the Proxy within the time set out in the Notes. The enclosed Form of Proxy is solicited by Management but, as set out in the Notes, you may amend it if you so desire by striking out the names listed therein and inserting in the space provided the name of the person you wish to represent you at the Meeting.

DATED at Vancouver, British Columbia, this 13th day of November, 2012.

**BY ORDER OF THE BOARD OF DIRECTORS**

*"Karl Kottmeier"*  
President