

**PROVENANCE GOLD CORP.**  
Suite 2200, 885 West Georgia Street  
Vancouver, British Columbia, V6C 3E8, Canada

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**NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS**

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**NOTICE IS HEREBY GIVEN** that the Annual General Meeting (the “**Meeting**”) of the shareholders of Provenance Gold Corp. (the “**Company**”) will be held on **Wednesday, October 12, 2022** at 10:00 a.m. (Vancouver time) at Suite 2200, 885 West Georgia Street, Vancouver, British Columbia, V6C 3E8 for the following purposes:

1. To receive and consider the audited financial statements of the Company for the financial years ended December 31, 2018, 2019, 2020 and 2021, and the auditor's reports thereon.
2. To appoint De Visser Gray LLP, Chartered Professional Accountants, as the Company’s auditor for the ensuing year, at a remuneration to be fixed by the Directors.
3. To set the number of Directors for the ensuing year at four (4).
4. To elect Directors to hold office for the ensuing year.
5. To transact such other business as may properly be transacted at the Meeting or at any adjournment thereof.

An information circular accompanies this notice and contains details of matters to be considered at the Meeting.

Conduct of the Meeting due to the COVID-19 Pandemic

In light of ongoing concerns about the Coronavirus (COVID-19) pandemic, the Company is offering Shareholders the opportunity to participate in the Meeting by way of teleconference. Registered Shareholders, or proxyholders representing registered Shareholders, participating in the Meeting by way of teleconference will be considered present in person at the Meeting for the purposes of determining quorum. Shareholders wishing to participate by teleconference may do so by dialing the following conference line, and entering the conference ID set forth below:

Dial-in Telephone Number	Conference ID Code
1.866.651.2727 (Canada/US Toll-Free)	6355630
1.416.472.5039 (Local)	

**A shareholder who is unable to attend the Meeting in person and who wishes to ensure that such shareholder’s shares will be voted at the Meeting is requested to complete, date and sign the enclosed form of proxy and deliver it in accordance with the instructions set out in the form of proxy and in the information circular.**

**We strongly encourage Shareholders to attend the Meeting via teleconference and to vote their common shares prior to the Meeting by proxy, prior to the proxy cut-off at 10:00 a.m. (Vancouver time) on Friday, October 7, 2022, as voting will not be available via telephone on the day of the Meeting.**

As set out in the notes, the enclosed proxy is solicited by management, but, 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 6<sup>th</sup> day of September 2022

By order of the Board of Directors.

**PROVENANCE GOLD CORP.**

*/s/ "Robert Clark"*

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**Robert Clark**  
**Director and President**