

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

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the Annual General and Special Meeting (the “**Meeting**”) of the shareholders of Provenance Gold Corp. (the “**Company**”) will be held on **Friday, November 29, 2024** 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, 2022 and 2023, 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 three (3);
4. To elect Directors to hold office for the ensuing year;
5. To re-approve the Company’s stock option plan, (the “**Option Plan**”) as more specifically set out in the attached Information Management Information Circular; and
6. To transact such other business as may properly be transacted at the Meeting or at any adjournment thereof.

The accompanying information circular (“**Circular**”) provides additional information relating to the matters to be dealt with at the Meeting and is deemed to form part of this Notice of Meeting.

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 Circular.

We strongly encourage Shareholders to vote their shares prior to the Meeting by proxy, prior to the proxy cut-off at 10:00 a.m. (Pacific Standard Time) on Wednesday, November 27, 2024.

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 18th day of October, 2024

By order of the Board of Directors.

PROVENANCE GOLD CORP.

/s/ “Robert Clark”

Robert Clark
Director and President