

**RED LAKE GOLD INC.**  
Suite 810, 789 West Pender Street  
Vancouver, British Columbia  
V6C 1H2

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

NOTICE IS GIVEN THAT an annual general and special meeting (the “**Meeting**”) of the holders of common shares (the “**Shareholders**”) of Red Lake Gold Inc. (“**Red Lake**” or the “**Company**”) will be held at Suite 810, 789 West Pender Street, Vancouver, British Columbia V6C 1H2, on Friday, October 16, 2020 at 10:00 a.m. (Vancouver time), for the following purposes:

1. to receive the audited financial statements of Red Lake for the fiscal year ended November 30, 2019;
2. to set the number of directors;
3. to elect the directors of Red Lake to hold office until the next annual meeting of Shareholders;
4. to appoint Smythe LLP, Chartered Professional Accountants, as Red Lake’s auditor for the current fiscal year ending November 30, 2020 and to authorize the Board of Directors to fix the remuneration to be paid to the auditor;
5. to consider and, if thought fit, pass, with or without variation, a special resolution approving an arrangement (the “**Plan of Arrangement**”), the full text of which is attached as Schedule “B” to the Circular, under Division 5 of Part 9 of the *Business Corporations Act* (British Columbia) (the “**BCBCA**”) which involves, among other things, the distribution to the Shareholders' of the common shares of the Company’s wholly-owned subsidiary Alma Gold Inc. (“**Spinco**”), as more fully set forth in the accompanying Circular;
6. to consider and, if thought fit, pass, with or without variation, an ordinary resolution to approve, ratify and affirm the stock option plan for Spinco; and
7. to transact such other business as may be properly brought before the Meeting or any adjournment thereof.

AND TAKE NOTICE that Shareholders who validly dissent from the Plan of Arrangement will be entitled to be paid the fair value of their common shares of the Company subject to strict compliance with the provisions of the Interim Order of the Supreme Court of British Columbia, the Plan of Arrangement and sections 237 to 247 of the BCBCA. The requirements for the exercise of a right of dissent are described in Schedule “E” of the accompanying Information Circular. Failure to comply strictly with the requirements set forth in the Plan of Arrangement and sections 237 to 247 of the BCBCA may result in the loss of any right of dissent.

The accompanying Information Circular provides additional information relating to the matters to be dealt with at the Meeting and is supplemental to, and expressly made a part of, this Notice of Meeting.

Red Lake’s Board of Directors has fixed September 4, 2020 as the record date for the determination of Shareholders entitled to receive notice of and to vote at the Meeting and at any adjournment or postponement thereof. Each registered Shareholder at the close of business on that date is entitled to receive such notice and to vote at the Meeting in the circumstances set out in the accompanying Information Circular.

If you are a registered Shareholder of Red Lake and unable to attend the Meeting in person, please complete, date and sign the accompanying form of proxy and deposit it with Red Lake’s transfer agent, TSX Trust Company, Proxy Department, by any of the following methods: by mail: Suite 300, 200 University

Avenue, Toronto, Ontario, M5H 4H1 or by fax: (416) 595-9593 or online: [www.voteproxyonline.com](http://www.voteproxyonline.com), no later than 10:00 a.m. on October 14, 2020 or at least 48 hours (excluding Saturdays, Sundays and holidays recognized in the Province of British Columbia) before the time and date of any adjournment or postponement of the Meeting.

In view of the current and rapidly evolving COVID-19 outbreak, the Company asks that, in considering whether to attend the Meeting in person, shareholders follow the instructions of the Public Health Agency of Canada (<https://www.canada.ca/en/public-health/services/diseases/2019-novel-coronavirus-infection.html>). The Company encourages Shareholders not to attend the Meeting in person if experiencing any of the described COVID-19 symptoms of fever, cough or difficulty breathing. The Company may take additional precautionary measures in relation to the Meeting in response to further developments in the COVID-19 outbreak. As always, the Company encourages shareholders to vote prior to the Meeting. Shareholders are encouraged to vote on the matters before the Meeting by proxy and to join the Meeting by teleconference. To access the Meeting by teleconference, dial toll free at **1-800-319-7310**, Participation Code: **77783**

If you are a non-registered Shareholder and received this Notice of Meeting and accompanying materials through a broker, a financial institution, a participant, a trustee or administrator of a self-administered retirement savings plan, retirement income fund, education savings plan or other similar self-administered savings or investment plan registered under the *Income Tax Act* (Canada), or a nominee of any of the foregoing that holds your securities on your behalf (the “**Intermediary**”), please complete and return the materials in accordance with the instructions provided to you by your Intermediary.

Dated at Vancouver, British Columbia, this 4<sup>th</sup> day of September, 2020.

**BY ORDER OF THE BOARD OF DIRECTORS**

Signed: “*Ryan Kalt*”

Ryan Kalt  
President, CEO and Corporate Secretary