
**NOTICE OF ANNUAL GENERAL MEETING
AND
MANAGEMENT INFORMATION AND PROXY CIRCULAR**

**FOR THE
ANNUAL GENERAL MEETING
OF SHAREHOLDERS
OF
ELEMENT79 GOLD CORP.**

To be held on Monday June 19, 2023

Dated: May 13, 2023

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the **Annual General meeting** (the “**Meeting**”) of **ELEMENT79 GOLD CORP.** (the “**Company**”) will be held at Suite 1100 – 1111 Melville Street, Vancouver, BC V6E 3V6, on **Monday June 19, 2023, at 10:00 a.m.** (Pacific Time) for the following purposes:

1. to receive the audited financial statements of the Company for the financial year ended August 31, 2022, together with the auditor’s reports thereon;
2. to fix number of directors at four (4);
3. to elect directors for the ensuing year;
4. to appoint SHIM & Associates LLP, Chartered Professional Accountants, as the Company’s auditor for the ensuing year, and to authorize the directors to fix the remuneration to be paid to the auditor; and
5. to transact such other business as may properly come before the Meeting or any adjournments thereof.

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

Although no other matters are contemplated, the Meeting may also consider the transaction of such other business, and any permitted amendment to or variation of any matter identified in this Notice, as may properly come before the Meeting or any adjournment thereof. Accompanying this Notice is a (i) form of proxy or voting instruction form, and (ii) request for financial statements form.

The consolidated audited financial statements for the year ended August 31, 2022, the report of the auditor and the related management discussion and analysis will be made available at the Meeting and are available on www.sedar.com.

In order to streamline the Meeting process, the Company encourages Shareholders to vote in advance of the Meeting using the form of proxy or voting instruction form provided with the Circular and submit votes no later than June 15, 2023, at 10:00 a.m. (Pacific Time), the cut-off time for the deposit of proxies prior to the Meeting, or such earlier time as may be directed in the form.

DATED at Vancouver, British Columbia, this **13th** day of **May 2023**.

BY ORDER OF THE BOARD OF DIRECTORS:

ELEMENT79 GOLD CORP.

Signed: “*James Tworek*”

JAMES TWOREK
Chief Executive Officer