



2022 ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE-AND-ACCESS NOTIFICATION TO SHAREHOLDERS

You are receiving this notification as Evergold Corp. (the “**Corporation**”) has decided to use the notice and access model for delivery of meeting materials for its 2022 Annual and Special Meeting of Shareholders (the “**Meeting**”). This Notice of Meeting is prepared under the notice-and-access rules that came into effect on February 11, 2013 under National Instrument 54-101 *Communication with Beneficial Owners of Securities of a Reporting Issuer*. Under notice and access, shareholders still receive a proxy or voting instruction form enabling them to vote at the Meeting. However, instead of a paper copy of the management information circular dated May 13, 2022 (the “**Information Circular**”), shareholders receive this notice with information on how they may access such materials electronically. The use of this alternative means of delivery is more environmentally responsible as it will help reduce paper use and will also reduce the cost of printing and mailing Meeting materials to shareholders.

MEETING DATE AND LOCATION

Date: 12:00 p.m. EDT, Tuesday, June 28, 2022

Place: 18 King Street East, Suite 902, Toronto, ON M5C 1C4

SHAREHOLDERS WILL BE ASKED TO CONSIDER AND VOTE ON THE FOLLOWING MATTERS:

- (i) **Financial Statements:** Shareholders will be asked to receive and consider the financial statements of the Corporation for the year ended December 31, 2021 and the report of the auditors thereon;
- (ii) **Election of Directors:** Shareholders will be asked to elect five (5) directors for the ensuing year. Information may be found in the “Election of Directors” section of the Information Circular.
- (iii) **Appointment of Auditor:** Shareholders will be asked to appoint McGovern Hurley LLP as the Corporation’s auditor for the fiscal year ending December 31, 2022 and authorize the Corporation’s directors to fix the auditor’s remuneration. Information may be found in the “Appointment of Auditors” section of the Information Circular.
- (iv) **Approval of Stock Option Plan:** Shareholders will be asked to consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution to re-approve the Corporation’s 10% rolling stock option plan for the ensuing year.
- (v) **Other Business:** Shareholders may be asked to consider other items of business that may be properly brought before the Meeting. Information respecting the use of discretionary authority to vote on any such other business may be found in the “Voting of Proxies” section of the Information Circular.

SHAREHOLDERS ARE REMINDED TO REVIEW



THE INFORMATION CIRCULAR PRIOR TO VOTING

Website where Meeting Materials are Posted:

Materials for the Meeting may be viewed on the Corporation's website at:

<https://www.evergoldcorp.ca/investors/downloads/>

Materials for the Meeting may also be viewed online at: www.sedar.com

How to Obtain Paper Copies of the Meeting Materials:

Shareholders will not receive a paper copy of the Meeting Materials unless they request paper copies from the Corporation. Requests for paper copies of the Meeting Materials must be received at least five (5) business days in advance of the proxy deposit date and time, being 12:00 pm (Toronto time) on June 24, 2022 and the Corporation will mail the requested materials within three (3) business days of the request. Shareholders with questions about Notice-and Access may contact Capital Transfer Agency ULC ("CTA")

Telephone: 1-844-499-4482 (Toll-Free) or (416) 350-5007 (Outside of North America)

Email: voteproxy@capitaltransferagency.com

Requests should be received at least five (5) business days in advance of the proxy cut-off date set out in the accompanying proxy or voting instruction form in order to receive the meeting materials in advance of the date of the Meeting.

Voting:

Voting is facilitated by the Corporation's transfer agent, Capital Transfer Agency ULC. *Registered shareholders* are asked to return their proxies using one of the following methods at least one business day in advance of the proxy cut-off date as set out in the accompanying proxy:

Internet: www.capitaltransferagency.com/voteproxy

Fax: (416) 350-5008

Mail: 390 Bay Street, Suite 920, Toronto, Ontario, M5H 2Y2

Non-registered shareholders are asked to use the voting instruction form provided by their intermediary (bank, trust company or broker) and return it as early as practicable to ensure that it is transmitted on time. It must be received by their intermediary with sufficient time for them to file a proxy by the deadline noted above.

Shareholders with questions about notice-and-access can email the Corporation at info@evergoldcorp.ca or call toll free at 1-888-DSA-CORP (372-2677).