



KLONDIKE GOLD CORP

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

NOTICE AND ACCESS NOTIFICATION TO SHAREHOLDERS

Meeting Date and Time: December 4, 2024 at 10:00 am, PST

Location: Suite 3123 – 595 Burrard Street, Vancouver, BC V7X 1J1

Please be advised that Klondike Gold Corp. (the “Company”) has chosen to use the notice-and-access model for delivery of proxy materials for the above noted shareholders meeting. Under notice-and-access, shareholders still receive a proxy or voting instruction form enabling them to vote at the shareholders meeting however, instead of receiving a paper copy of the management information circular (the “Information Circular”), shareholders receive this notice explaining how to access such materials electronically and download such materials online. This document provides an overview of these materials, but you are reminded to access and review the Information Circular and other proxy materials available online prior to voting. These materials are available at:

<https://www.klondikegoldcorp.com/>

OR

Under the Company’s profile at:

www.sedarplus.ca

Obtaining Paper Copies of the Proxy Materials

Shareholders may request to receive paper copies of the proxy materials related to the above referenced meeting by mail at no cost. Requests for paper copies must be received by **November 25, 2024** in order to receive the paper copy in advance of the meeting. Shareholders may request to receive a paper copy of the proxy materials for up to one year from the date the proxy materials were filed on www.sedarplus.ca.

For more information regarding notice-and-access or to obtain a paper copy of the Materials you may contact the Company at info@klondikegoldcorp.com or by phone at 1-888-444-2704 (toll-free within North America) or 1-604-609-6138 (direct from outside North America).

Notice of Meeting

The resolutions to be voted on at the meeting, described in detail in the Information Circular, are as follows:

1. To receive and consider the audited financial statements of the Company for the fiscal year ended February 29, 2024 together with the auditors' reports thereon.

2. To re-appoint Davidson & Company LLP as the auditor of the Company for the ensuing year and to authorize the directors to fix the remuneration to be paid to the auditor.
3. To fix the number of directors for the ensuing year at five (5).
4. To elect directors for the ensuing year.
5. To consider, and, if thought advisable, pass, with or without variation, an ordinary resolution to re-approve the Company's rolling stock option plan (the "Stock Option Plan") as more fully described in the Information Circular dated October 24, 2024;
6. OTHER BUSINESS: To transact such other business as may properly be transacted at the Meeting or at any adjournment thereof.

Voting

SHAREHOLDERS ARE REMINDED TO **REVIEW** THE INFORMATION CIRCULAR PRIOR TO VOTING.

To vote your securities, please refer to the instructions on the enclosed Proxy or Voting Instruction Form. Your Proxy or Voting Instruction Form must be received by December 2, 2024 at 10:00 am, PST.

Board Recommendation

The Board of Directors of the Company unanimously recommends that shareholders **VOTE FOR** all of the proposed resolutions.

Stratification

The Company will not employ what is known as "stratification". Stratification occurs when a reporting issuer using notice-and-access provides a paper copy of their management information circular with the notice to certain groups of shareholders. For the Meeting, all Shareholders will receive the Notice Package and will have access to the Meeting Materials through notice-and-access. The Company will only mail paper copies of the Meeting Materials to those registered and beneficial Shareholders who have previously elected to receive or otherwise request paper copies of the Meeting Materials. All other Shareholders of the Company will receive the Notice Package containing information on how to obtain electronic and paper copies of the Meeting Materials in advance of the Meeting.

Annual Financial Statements

The Company is providing paper copies or emailing electronic copies of its annual financial statements to registered shareholders and beneficial shareholders that have opted to receive annual financial statements and have indicated a preference for either delivery method.