

**GOLDEN PREDATOR MINING CORP.**  
Suite 250 – 200 Burrard Street Vancouver, BC V6C 3L6

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

NOTICE IS HEREBY GIVEN that an annual general and special meeting (the “**Meeting**”) of the shareholders of Golden Predator Mining Corp. (the “**Company**”) will be held at Suite 1200 – 750 West Pender Street, Vancouver, British Columbia V6C 2T8 on Wednesday, December 19, 2018 at 10:00 a.m. (Vancouver, British Columbia time) for the following purposes:

1. To receive the audited financial statements of the Company for the fiscal year ending December 31, 2017, together with the Auditor's Report thereon.
2. To fix the number of directors at seven (7).
3. To elect directors of the Company for the ensuing year.
4. To re-appoint Grant Thornton LLP, Chartered Accountants, as auditors of the Company for the ensuing year and to authorize the directors to fix the auditor’s remuneration.
5. To consider and, if thought fit, pass an ordinary resolution re-approving the Company’s Stock Option Plan.
6. To consider and, if thought fit, pass a special resolution confirming the adoption of new articles for the Company, as set out in the Information Circular accompanying this notice.
7. To transact such further or other business as may properly come before the meeting or any adjournment or adjournments thereof.

Accompanying this Notice is an Information Circular dated November 8, 2018, a form of proxy or voting instruction form and a reply card for use by shareholders who wish to receive the Company’s interim and/or annual financial statements. The accompanying Information Circular provides information relating to the matters to be addressed at the meeting and is incorporated into this Notice.

**Registered shareholders who are unable to attend the Meeting in person and who wish to ensure that their shares will be voted at the Meeting are requested to complete, date and sign the enclosed form of proxy, or another suitable form of proxy and deliver it in accordance with the instructions set out in the form of proxy and in the Information Circular.**

**Non-registered shareholders who plan to attend the Meeting must follow the instructions set out in the form of proxy or voting instruction form to ensure that their shares will be voted at the Meeting. If you hold your shares in a brokerage account you are not a registered shareholder.**

DATED at Vancouver, British Columbia, this 8<sup>th</sup> day of November, 2018.

**ON BEHALF OF THE BOARD**



---

Janet Lee-Sheriff  
President & CEO