

NOTICE OF SPECIAL MEETING OF GOLDEN PREDATOR SHAREHOLDERS

NOTICE IS HEREBY GIVEN that in accordance with the interim order of the Supreme Court of British Columbia (the “**Court**”) rendered July 19, 2021, as may be further varied and amended (the “**Interim Order**”), a special meeting (the “**Golden Predator Meeting**”) of shareholders of Class A Common Shares (“**Golden Predator Shareholders**”) of Golden Predator Mining Corp. (“**Golden Predator**”) will be held at the offices of Morton Law LLP, 1200 – 750 West Pender Street, Vancouver, British Columbia, Canada, V6C 2T8 at 10:00 a.m. (Vancouver time) on **August 25, 2021** for the following purposes:

- (a) to consider, pursuant to the Interim Order and, if deemed advisable, to pass, with or without variation, a special resolution (the “**Arrangement Resolution**”), the full text of which is set out in Schedule “B” – “*Resolutions to be Approved at the Golden Predator Meeting*” to the accompanying joint management information circular dated July 23, 2021 (the “**Circular**”), to authorize and approve a plan of arrangement under Division 5 of Part 9 of the *Business Corporations Act* (British Columbia) (the “**Arrangement**”) involving Golden Predator and Arizona Gold Corp. (“**Arizona Gold**”), whereby, subject to the terms and conditions of the arrangement agreement dated June 28, 2021 between Arizona Gold and Golden Predator (the “**Arrangement Agreement**”), Arizona Gold will acquire all of the issued and outstanding common shares of Golden Predator (“**Golden Predator Shares**”), as more particularly described in the accompanying Circular; and
- (b) to transact such other business as may properly be brought before the Golden Predator Meeting or any adjournment thereof.

Specific details of the matters proposed to be put before the Golden Predator Meeting are set forth in the accompanying Circular. The full text of the Arrangement Resolution (being item (a) set out above) is set out in Schedule “B” – “*Resolutions to be Approved at the Golden Predator Meeting*” to the accompanying Circular.

The record date for determining the Golden Predator Shareholders entitled to receive notice of and vote at the Golden Predator Meeting is the close of business on July 16, 2021 (the “**Golden Predator Record Date**”). **A Golden Predator Shareholder may attend the Golden Predator Meeting in person or may be represented by proxy. Golden Predator Shareholders who are unable to attend the Golden Predator Meeting or any adjournment thereof in person are requested to complete, date, and sign the accompanying form of proxy (the “Golden Predator Proxy”) and deliver it in accordance with the instructions set out in the Golden Predator Proxy and in the accompanying Circular.**

To proactively deal with the unprecedented public health impact of coronavirus disease 2019, also known as COVID-19, and to mitigate risks to the health and safety of our communities, shareholders, employees and other stakeholders, we are inviting Golden Predator Shareholders to participate in the Golden Predator Meeting virtually. Registered shareholders and validly appointed proxyholders may attend the Golden Predator Meeting virtually by contacting Golden Predator by telephone at 604-260-0289 or by email at info@goldenpredator.com to be provided with a virtual conference link. Registered shareholders and validly appointed proxyholders who attend the Golden Predator Meeting will have an opportunity to participate at the Golden Predator Meeting, regardless of their geographic location. Virtual attendance is for Golden Predator Shareholders that wish to attend the Golden Predator Meeting and have already voted by proxy.

To be effective, the Golden Predator Proxy must be received by our transfer agent, Computershare Trust Company of Canada, not later than 10:00 a.m. (Vancouver time) on August 23, 2021 or 48 hours (other than a Saturday, Sunday or holiday) prior to the time to which the Golden Predator Meeting may be adjourned. Notwithstanding the foregoing, the Chair of the Golden Predator Meeting has the discretion to accept proxies received after such deadline.

If you are a non-registered holder of Golden Predator Shares and have received these materials through your broker, custodian, nominee or other intermediary, please complete and return the form of proxy or voting instruction form provided to you by your broker, custodian, nominee or other intermediary in accordance with the instructions provided therein.

The Golden Predator Proxy confers discretionary authority with respect to: (i) amendments or variations to the matters of business to be considered at the Golden Predator Meeting; and (ii) other matters that may properly come before the

Golden Predator Meeting. As of the date hereof, management of Golden Predator knows of no amendments, variations or other matters to come before the Golden Predator Meeting other than the matters set forth in this Golden Predator Notice of Meeting. Golden Predator Shareholders who are planning on returning the accompanying Golden Predator Proxy are encouraged to review the accompanying Circular carefully before submitting the Golden Predator Proxy. It is the intention of the persons named in the enclosed Golden Predator Proxy, if not expressly directed to the contrary in such proxy, to vote in favour of the Arrangement Resolution.

Pursuant to and in accordance with the Interim Order and the provisions of Sections 237 to 247 of the *Business Corporations Act* (British Columbia) (“**BCBCA**”) (as may be modified or supplemented by the Interim Order, the Plan of Arrangement and any other order of the Court), each registered Golden Predator Shareholder has been granted the right to dissent in respect of the Arrangement Resolution and the dissent rights are described in the accompanying Circular. To exercise such right, registered Golden Predator Shareholders must (i) deliver a written notice of dissent to the Arrangement Resolution to Golden Predator, by mail to Golden Predator Mining Corp. c/o Janet Lee-Sheriff, Chief Executive Officer, 250-200 Burrard Street, Vancouver, British Columbia, Canada, V6C 3L6 by 5:00 p.m. (Vancouver time) on August 20, 2021, or two Business Days prior to any adjournment of the Golden Predator Meeting, (ii) not have voted in favour of the Arrangement Resolution, and (iii) have otherwise complied with the provisions of Section 238 of the BCBCA, as modified and supplemented by the Interim Order the Plan of Arrangement and any other order of the Court. The right to dissent is described in the accompanying Circular and the texts of the Plan of Arrangement, Interim Order and Sections 237 to 247 of the BCBCA are set forth in Schedule “C” – “*Plan of Arrangement*”, Schedule “H” – “*Interim Order*” and Schedule “I” – “*Business Corporations Act (British Columbia) – Sections 237 to 247*”, respectively, to the accompanying Circular.

Persons who are beneficial owners of Golden Predator Shares registered in the name of a broker, custodian, nominee or other intermediary who wish to dissent should be aware that only registered holders of Golden Predator Shares are entitled to dissent. Accordingly, a beneficial owner of Golden Predator Shares desiring to exercise this right must make arrangements for the Golden Predator Shares beneficially owned by such person to be registered in his, her or its name prior to the time the written notice of dissent to the Arrangement Resolution is required to be received by Golden Predator or, alternatively, make arrangements for the registered holder of Golden Predator Shares to dissent on his, her or its behalf. Holders of securities convertible into or exchangeable for Golden Predator Shares (including Golden Predator Options and Golden Predator Warrants) are not entitled to exercise dissent rights.

Failure to strictly comply with the requirements set forth in Sections 237 to 247 of the BCBCA, as may be modified and supplemented by the Interim Order, the Plan of Arrangement and any other order of the Court, will result in the loss of any right of dissent.

DATED at Vancouver, British Columbia this 23rd day of July, 2021.

BY ORDER OF THE BOARD OF DIRECTORS

/s/ “*Janet Lee-Sheriff*”

Chief Executive Officer

Golden Predator Mining Corp.