

QCX GOLD CORP.
5th Floor – 410 West Georgia Street
Vancouver, British Columbia V6B 1Z3

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that an annual general and special meeting (the "**Meeting**") of shareholders of **QcX Gold Corp.** (the "**Company**") will be held on **Tuesday, July 30, 2024**, at the hour of 11:00 a.m. (Eastern Standard Time), at the office of Irwin Lowy LLP, 217 Queen Street West, Suite 401, Toronto, ON M5V 0R2 for the following purposes:

1. to receive and consider the audited consolidated financial statements of the Company for the years ended December 31, 2021, December 31, 2022 and December 31, 2023 and the respective report of the auditors thereon;
2. to consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution fixing the number of directors of the Company at three;
3. to fix the number of directors at three and to thereafter elect the directors of the Company;
4. to confirm the appointment by the directors of the Company of, and to appoint, the auditors of the Company and to authorize the directors of the Company to fix their remuneration;
5. to approve and confirm amendments to the stock option plan of the Company; and
6. to transact such other business as may properly come before the Meeting or any adjournments or postponements thereof.

A shareholder wishing to be represented by proxy at the Meeting or any adjournment thereof must deposit his or her duly executed form of proxy with the Company's transfer agent and registrar, Computershare Trust Company of Canada, 8th Floor, 100 University Avenue, Toronto, Ontario M5J 2Y1 not later than 11:00 a.m. (Eastern Standard Time) on Friday, July 26, 2024 or, if the Meeting is adjourned, not later than 48 hours, excluding Saturdays, Sundays and holidays, preceding the time of such adjourned meeting.

Shareholders who are unable to attend the Meeting in person, are requested to date, complete, sign and return the enclosed form of proxy so that as large a representation as possible may be had at the Meeting.

The board of directors of the Company has by resolution fixed the close of business on Monday, June 24, 2024 as the record date, being the date for the determination of the registered holders of common shares of the Company entitled to receive notice of, and to vote at, the Meeting and any adjournment thereof.

The accompanying management information circular provides additional detailed information relating to the matters to be dealt with at the Meeting and is supplemental to, and expressly made a part of, this notice of annual general and special meeting. Additional information about the Company and its consolidated financial statements are also available on the Company's profile at www.sedarplus.ca.

DATED at Toronto, Ontario this 25th day of June, 2024.

BY ORDER OF THE BOARD

"Albert Contardi" (signed)
Chief Executive Officer