



NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the Annual General Meeting of shareholders of Providence Gold Mines Inc. (the “Company”) will be held on Monday, October 23, 2017, at Suite 750, 580 Hornby Street, Vancouver, B.C., V6C 3B6 at the hour of 10:00 a.m. (Vancouver time) for the following purposes:

1. To receive and consider the audited financial statements of the Company for the year ended December 31, 2017, together with the auditor's report thereon and the Report of the Directors.
2. To appoint the auditor for the ensuing year.
3. To fix the number of Directors for the ensuing year at four (4).
4. To elect directors to hold office until the next Annual General Meeting.
5. To consider and, if thought fit, to ratify and approve the rolling stock option plan of the Company.
6. To amend its Articles to allow for the Direct Registration System of the Company's securities.
7. To transact such other business as may properly come before the meeting.

An Information Circular accompanies this Notice. The Information Circular contains details of matters to be considered at the Meeting.

Shareholders unable to attend the Annual General Meeting in person are requested to read the enclosed Information Circular and Proxy, then complete, sign and date the enclosed Proxy and deposit same together with the power of attorney or other authority, if any, under which it was signed within the time and to the location set out in the instructions in the enclosed form of Proxy and Information Circular.

DATED at Vancouver, British Columbia, this 8th of September, 2017

**BY ORDER OF THE BOARD OF DIRECTORS
OF PROVIDENCE GOLD MINES INC.**

(sgd) “*Ronald Allan Coombes*”
President & CEO