



**NOTICE OF
ANNUAL GENERAL MEETING OF SHAREHOLDERS**

TO BE HELD NOVEMBER 20, 2020

NOTICE IS HEREBY GIVEN that the Annual General Meeting of shareholders of Blackrock Gold Corp. (the "Company") will be held at 2300 – 1177 West Hastings Street, Vancouver, British Columbia on Friday, November 20, 2020 at 10:30 a.m. (Vancouver time) (the "Meeting") for the following purposes:

1. to receive the audited financial statements of the Company for the year ended October 31, 2019 and the auditor's report thereon;
2. to fix the number of directors at six and to elect six directors for the ensuing year;
3. to appoint the auditor for the ensuing year;
4. to approve and confirm the Company's "rolling 10%" Stock Option Plan;
5. to approve the Company's Restricted Share Unit Plan; and
6. to transact such other business as may properly come before the Meeting or any adjournment thereof.

An Information Circular, Proxy form and Return Card also accompany this Notice of Meeting.

Only shareholders of record at the close of business on October 16, 2020 will be entitled to receive notice of, and to vote at, the Meeting or any adjournment thereof. Registered shareholders who are unable to or who do not wish to attend the Meeting in person are requested to date and sign the enclosed Proxy form promptly and return it in the self-addressed envelope enclosed for that purpose or by any of the other methods indicated on the Proxy form. To be used at the Meeting, proxies must be received by Computershare Trust Company of Canada, Proxy Department, 100 University Avenue, 8th Floor, Toronto, Ontario M5J 2Y1 no later than 48 hours (excluding Saturdays, Sundays and holidays) before the time of the Meeting, or any adjournment thereof, or received by the chair of the Meeting before the commencement of the Meeting, or any adjournment thereof. If a registered shareholder receives more than one Proxy form because such shareholder owns shares registered in different names or addresses, each Proxy form should be completed and returned.

If you are a non-registered shareholder of the Company and receive these materials through your broker or through another intermediary, you must complete and return your voting instructions in accordance with the procedures provided by your broker or such other intermediary.

In response to the novel coronavirus (COVID-19) pandemic, a teleconference line will be made available to the Company's shareholders in order to listen in on the Meeting. To do so, shareholders may call one of the following toll-free numbers (callers should dial in 5 to 10 minutes prior to the scheduled start time and simply ask to join the call):

Canada/USA Toll Free: 1-800-319-4610
International Toll Free: +1-604-638-5340

Dated as of the 19th day of October, 2020.

BY ORDER OF THE BOARD

"Andrew Pollard"

ANDREW POLLARD
CEO and Director