



## NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

**NOTICE IS HEREBY GIVEN THAT** the annual general meeting (the “**Meeting**”) of the shareholders of Val-d’Or Mining Corporation (“**Val-d’Or Mining**”) will be held on **Monday, June 17, 2019, at 2:00 p.m.** (Eastern) at **800, Rue du Square-Victoria, Bureau 3700, Montréal, Québec**, for the following purposes:

1. to receive the financial statements for the year ended December 31, 2018, and the report of our auditor on those statements;
2. to set the number of directors and elect directors;
3. to appoint MNP LLP as auditor of Val-d’Or Mining;
4. to approve the previously adopted 10% rolling stock option incentive plan, as required annually by the TSX Venture Exchange; and
5. to consider any other proper business.

Details of all matters proposed to be put before the Meeting are set forth in the accompanying Information Circular and form of proxy and should be read in conjunction with this Notice.

DATED at Val-d’Or, Québec, this 30<sup>th</sup> day of April, 2019.

BY ORDER OF THE BOARD OF DIRECTORS

(signed) “*Glenn J. Mullan*”

Glenn J. Mullan  
President, Chief Executive Officer, Chairman and Director

**If you cannot attend, we encourage you to complete and return the enclosed form of proxy indicating your voting instructions.** Please complete, date and sign your form of proxy and return it to our transfer agent, Computershare Investor Services Inc., 8<sup>th</sup> Floor, 100 University Avenue, Toronto, Ontario, Canada M5J 2Y1 (facsimile numbers: within North America 1-866-249-7775; outside North America 1-416-263-9524) – or vote by telephone or through the Internet following the instructions on the form of proxy. **To be valid, a completed form of proxy must be received by our transfer agent by no later than 2:00 p.m. (Eastern) on Thursday, June 13, 2019 or, if the Meeting is adjourned, by no later than 48 hours (excluding Saturdays, Sundays and holidays) prior to the time of the adjourned meeting.**

If you are not a registered shareholder, please refer to the accompanying Management Information Circular for information on how to vote your shares.