



**NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS
to be held on October 20, 2020 at 2:00 pm Newfoundland Time (9:30 a.m. PDT)
via Teleconference (1-866-633-0846, conference ID 6307436)**

NOTICE IS HEREBY GIVEN that the Annual General and Special Meeting (the "Meeting") of the shareholders of Aurion Resources Ltd. ("**Aurion**" or the "**Corporation**") will be held via teleconference call (1-866-633-0846, conference ID 6307436) on Tuesday, October 20, 2020 at 2:00 pm Newfoundland time (9:30 a.m. Pacific Daylight Time) to consider resolutions for the following purposes:

1. To receive and consider the comparative financial statements of the Corporation for the financial year ended December 31, 2019, together with the report of the auditor thereon;
2. To set the number of directors at six (6);
3. To elect directors for the ensuing year;
4. To appoint Davidson & Company LLP as auditor of the Corporation for the ensuing year and to authorize the directors to determine the remuneration to be paid to the auditor;
5. To consider and, if thought fit, pass an ordinary resolution approving the stock option plan, as more particularly described in the Information Circular under the heading "Particulars of Matters to be Acted Upon - Stock Option Plan"; and
6. To consider and, if thought fit, pass a special resolution approving the amendment to the Company's Articles, as more particularly described in the Information Circular under the heading "Particulars of Matters to be Acted Upon – Amendment to Articles".

SHAREHOLDERS WILL HAVE AN EQUAL OPPORTUNITY TO PARTICIPATE AT THE MEETING REGARDLESS OF THEIR GEOGRAPHIC LOCATION. PARTICIPANTS SHOULD DIAL IN 5-10 MINUTES PRIOR TO THE SCHEDULED START TIME AND ASK TO JOIN THE CALL.

SHAREHOLDERS WILL NOT BE ABLE TO VOTE ON THE CONFERENCE CALL. VOTING WILL BE CONDUCTED EXCLUSIVELY BY PROXY.

The accompanying information circular provides additional information relating to the matters to be dealt with at the Meeting and is deemed to form part of this notice.

Shareholders who are unable to attend the Meeting are requested to complete, sign, date and return the enclosed proxy. A proxy will not be valid unless it is deposited by mail or by fax at the office of Computershare Trust Company of Canada, Proxy Department, 100 University Avenue, 8th Floor, Toronto, ON M5J 2Y1 [Fax: Within North America: 1-866-249-7775, Outside North America: (416) 263-9524] not less than 48 hours (excluding Saturdays and holidays) before the time fixed for the Meeting or an adjournment thereof. Only Shareholders of record on September 15, 2020 are entitled to receive notice of and vote at the Meeting.

DATED at St. John's, Newfoundland this 15th day of September, 2020

BY ORDER OF THE BOARD OF DIRECTORS OF
AURION RESOURCES LTD.

/s/ "**Michael Basha**"
President & Director