

**LABRADOR GOLD CORP.
82 RICHMOND STREET EAST
TORONTO, ONTARIO
M5C 1P1**

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the Annual General and Special Meeting of Shareholders (the “**Meeting**”) of Labrador Gold Corp. (“**LabGold**” or the “**Corporation**”) will be held at the offices of **Gardiner Roberts LLP, Bay-Adelaide Centre- East Tower, 22 Adelaide Street West, Suite 3600, Toronto, Ontario, M5H 4E3, in the Islands Boardroom, at the hour of 11:00 o'clock in the morning (Toronto time), on Thursday, the 27th day of June, 2024** for the following purposes:

- (1) to elect the Directors as nominated by Management;
- (2) to appoint DeVisser Gray LLP, Chartered Professional Accountants, as auditors of the Corporation for the ensuing year and to authorize the directors to fix their remuneration;
- (3) to ratify the Corporation’s 2023 Stock Option Plan;
- (4) to consider and, if deemed advisable, to pass, with or without variation, a special resolution (the “**Transaction Resolution**”) of the Corporation, the full text of which is set forth in the accompanying management information circular of the Corporation dated May 15, 2024 (the “**Circular**”), approving the sale of the Kingsway Project, being substantially all of the assets of the Corporation (the “**Disposition**”), in accordance with Section 184(3) of the *Business Corporations Act* (Ontario) (“**OBCA**”) as contemplated in the Property Purchase Agreement between the Corporation and New Found Gold Corp.; and
- (5) to transact such further and other business as may properly come before the said Meeting or any adjournment or postponement thereof.

A copy of the Circular, the audited financial statements of the Corporation for the fiscal years ended September 30, 2023 and 2022 (the “**Annual Financial Statements**”) and the Corporation’s management’s discussion and analysis for the fiscal year ended September 30, 2023 (the “**Annual MD&A**”) accompany this Notice of Meeting.

Shareholders entitled to vote who do not expect to be present at the Meeting are urged to date, sign and return the form of Proxy or voting instruction form delivered to them with the Notice-and-Access Notification (defined below).

NOTICE-AND-ACCESS

LabGold has elected to use the "notice-and-access" provisions under National Instrument 54-101 - *Communications with Beneficial Owners of Securities of a Reporting Issuer* (the "**Notice-and-Access Provisions**") for the Meeting in respect of mailings to its non-registered shareholders ("**Beneficial Shareholders**") but not in respect of mailings to its Registered Shareholders. The Notice-and-Access Provisions are rules developed by the Canadian Securities Administrators that reduce the volume of materials that must be physically mailed to shareholders by allowing a reporting issuer to post an information circular in respect of a meeting of its shareholders and related materials online.

LabGold has also elected to use procedures known as 'stratification' in relation to its use of the Notice-and-Access Provisions. Stratification occurs when a reporting issuer using the Notice-and-Access Provisions provides a paper copy of the Notice of Meeting, Circular, the Annual Financial Statements and Annual MD&A and other meeting materials (collectively the “**Meeting Materials**”) to some shareholders. In relation to the Meeting, Registered Shareholders will receive a paper copy of the Meeting Materials and a form of proxy; whereas, Beneficial Shareholders will receive a notification (the “**Notice-and-Access Notification**”) with information on how they may access the Meeting Materials electronically along with a voting instruction form. The use of this alternative means of delivery is more environmentally friendly as it will help reduce paper use and will also reduce the cost of printing and mailing materials to shareholders. Furthermore, a paper copy of the Annual Financial Statements and Annual MD&A will be mailed to those Beneficial Shareholders who have previously requested to receive them. **Shareholders are reminded to view the Meeting Materials prior to voting.**

Websites Where Meeting Materials Are Posted:

Meeting Materials can be viewed online under the Corporation’s profile at www.sedarplus.com or on <https://docs.tsxtrust.com/2339>.

How to Obtain Paper Copies of the Meeting Materials

Beneficial Shareholders may request paper copies of the Meeting Materials be sent to them by postal delivery at no cost to them. Requests may be made up to one year from the date the Meeting Materials are posted on the Corporation’s website. In order to receive a paper copy of the Meeting Materials or if you have questions concerning Notice-and-Access, please call TSX Trust toll free at 1-866-600-5869 or email TSX Trust at tsxtis@tmx.com.

Requests should be received by Tuesday June 18, 2024 in order to receive the Meeting Materials in advance of the proxy deposit date and Meeting.

RECORD DATE AND PROXY DELIVERY DATE

The Board of Directors of the Corporation has, by resolution, fixed the close of business on May 15, 2024 as the Record Date, being the date for determination of the registered holders of common shares entitled to receive notice of, and to vote at, the Meeting or any adjournment thereof.

The Board of Directors of the Corporation has, by resolution, fixed the hour of 11:00 a.m. in the morning (Toronto time) on Tuesday, June 25, 2024, being not less than 48 hours, excluding Saturdays, Sundays and statutory holidays, preceding the day of the Meeting, or any adjournment thereof, as the time before which the instrument of proxy to be used at the Meeting must be deposited with the Transfer Agent of the Corporation, TSX Trust Company, Suite 301, 100 Adelaide Street West, Toronto, Ontario, M5H 4H1 provided that a proxy may be delivered to the Chairman of the Meeting on the day of the Meeting or any adjournment thereof prior to the time for voting to revoke a proxy previously delivered in accordance with the foregoing.

RIGHT OF DISSENT

Registered shareholders (the “**Shareholders**”) of common shares of the Corporation (the “**LabGold Shares**”) have the right to dissent with respect to the Transaction Resolution, if the Transaction Resolution becomes effective, and to be paid the fair value of their LabGold Shares in accordance with the provisions of Section 185 of the *Business Corporations Act* (Ontario) (the “**OBCA**”). A Shareholder’s right to dissent is more particularly described in the Circular. The text of section 185 of the OBCA is set forth in **Schedule “C”** to the accompanying Circular. A dissenting Shareholder must send a written objection to the

Transaction Resolution, which written objection must be received by LabGold's Corporate Secretary at Suite 3600 – 22 Adelaide Street West, Toronto, ON M5H 4E3, Attention: William R. Johnstone or the Chairman of the Meeting on or before the date of the Meeting.

Failure to strictly comply with the requirements set forth in Section 185 of the OBCA may result in the loss of any right to dissent. Persons who are beneficial owners of LabGold Shares registered in the name of a broker, custodian, nominee or other intermediary who wish to dissent should be aware that only the registered holders of LabGold Shares are entitled to dissent. Accordingly, a beneficial owner of LabGold Shares desiring to exercise the right to dissent must make arrangements for the LabGold Shares beneficially owned by such holder to be registered in the holder's name prior to the time the written objection to the Transaction Resolution is required to be received by LabGold or, alternatively, make arrangements for the registered holder of such LabGold Shares to dissent on behalf of the holder.

Shareholders entitled to vote who do not expect to be present at the Meeting are urged to date, sign and return the form of proxy or voting instruction form delivered to them with the Notice-and-Access Notification.

DATED the 15th day of May, 2024.

**BY ORDER OF THE
BOARD OF DIRECTORS**

“Roger Moss”

ROGER MOSS
President and CEO