

# NEXUS GOLD CORP.

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Suite 802, 750 West Pender Street  
Vancouver, British Columbia, V6C 2T7, Canada  
Telephone: (604) 558-1919

## **NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS**

**NOTICE IS HEREBY GIVEN** that the annual general and special meeting (the “**Meeting**”) of the holders of common shares (“**Shareholders**”) of Nexus Gold Corp. (the “**Company**”) will be held at 885 West Georgia Street, Suite 2200, Vancouver, British Columbia, Canada on the 18<sup>th</sup> day of November 2019, at 10:00 a.m. (Vancouver time) for the following purposes:

- (a) to receive the audited consolidated financial statements of the Company as at and for the financial years ended January 31, 2018 and 2019, together with the reports of the auditor thereon;
- (b) to appoint Manning Elliott LLP as auditor of the Company for the ensuing year and authorize the board of directors to fix the remuneration of the auditor;
- (c) to fix the number of the directors of the Company for the ensuing year at four (4);
- (d) to elect directors to hold office for the ensuing year; and
- (e) to approve the existing incentive stock option plan of the Company (the “**Option Plan**”).

The specific details of the foregoing matters to be put before the Meeting, as well as further information with respect to voting by proxy, are set forth in the information circular which accompanies this notice.

**A shareholder who is unable to attend the Meeting in person and who wishes to ensure that such shareholder’s shares will be voted at the Meeting is requested to complete, date and sign the enclosed form of proxy and deliver it in accordance with the instructions set out in the form of proxy and in the information circular.**

As set out in the notes, the enclosed proxy is solicited by management, but, you may amend it, if you so desire, by striking out the names listed therein and inserting in the space provided, the name of the person you wish to represent you at the Meeting.

**DATED** this 15<sup>th</sup> day of October 2019.

By order of the Board of Directors.

**NEXUS GOLD CORP.**

*/s/ “Alex Klenman”*

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**Alex Klenman**  
**Director and Chief Executive Officer**