



NEXUS GOLD CORP.

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the annual general meeting of the holders of common shares (“**Shareholders**”) of Nexus Gold Corp. (the “**Company**” or “**Nexus Gold**”) will be held virtually by teleconference on the 28th day of January 2021, at 10:00 a.m. (PST) (the “**Virtual Meeting**”) for the following purposes:

- (a) to receive the audited consolidated financial statements of the Company for the financial years ended January 31, 2019 and January 31, 2020, together with the reports of the auditor thereon;
- (b) to fix the number of the directors of the Company for the ensuing year at four (4);
- (c) to elect directors to hold office for the ensuing year;
- (d) to re-approve the Stock Option Plan of the Company;
- (e) 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; and
- (f) to conduct such other business as may properly come before the Virtual Meeting or any adjournment thereof.

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

Nexus Gold is using the notice and access (“**Notice and Access**”) method for delivering this notice and the Circular to Shareholders. As described in the Notice and Access notification mailed to Shareholders, this notice and the Circular will be available on the Nexus Gold website at <https://nxs.gold/annualmeeting2020/> and on SEDAR under Nexus Gold’s profile at www.sedar.com. Alternatively, you may request a copy of this notice and the Circular be mailed to you by calling the toll-free telephone in North American at 1-888-281-0816 or outside North American at 604-558-1919.

As a result of the global health crisis caused by the spread of COVID-19, Nexus Gold will be conducting a Virtual Meeting. **Shareholders will not be able to attend the Meeting physically.** At the Virtual Meeting, registered shareholders, non-registered (or beneficial) shareholders, and their duly appointed proxyholders will be able to participate, ask questions, and vote. Non-registered shareholders must carefully follow the procedures set out in the Circular that accompanies this notice in order to vote at the Virtual Meeting. Non-registered shareholders who do not follow the procedures set out in the Circular will nonetheless be able to attend the Virtual Meeting but will not be able to ask questions or vote. Dial-in particulars are as follows:

Virtual Meeting Toll Free Dial-in Number: +1 833-350-1350

Virtual Meeting passcode: 6254466

The Virtual Meeting gives all shareholders an equal opportunity to participate regardless of their geographic location and mitigates the risk of contracting the virus that causes COVID-19 at an in person meeting. It should be noted that the majority of shareholders vote in advance of the meeting by proxy and are encouraged to continue to do so as outlined in the Circular. The Virtual Meeting does not change voting by proxy. However, those that wish to participate in the Virtual Meeting or to appoint a proxy to

participate, are encouraged to carefully read the instructions in the Circular and in particular the procedure for appointing yourself or a proxy.

Shareholders registered on the books of the Company at the close of business on December 14, 2020, are entitled to notice, and to vote at the Virtual Meeting. To be effective, the form of proxy or voting instruction form must be received by 10:00 am (PST) on January 26, 2020, or not later than 48 hours (excluding Saturdays, Sundays and holidays) prior to the time set for the Virtual Meeting or any adjournment thereof.

DATED this 17th day of December 2020.

By order of the Board of Directors.

NEXUS GOLD CORP.

/s/ "Alex Klenman"

Alex Klenman
Director and Chief Executive Officer



NOTICE AND ACCESS NOTIFICATION TO SHAREHOLDERS

Nexus Gold Corp. (“**Nexus Gold**” or the “**Company**”) will use the notice and access process for delivery of the Circular to registered and non-objecting beneficial shareholders for its virtual Annual General Meeting of Shareholders (the “**Virtual Meeting**”). As a result of the global health crisis caused by the spread of COVID-19, Nexus Gold will be conducting a Virtual Meeting. **Shareholders will not be able to attend the Virtual Meeting physically.**

At the Virtual Meeting, registered shareholders, non-registered (or beneficial) shareholders, and their duly appointed proxyholders will be able to participate, ask questions, and vote. Non-registered shareholders must carefully follow the procedures set out in the Management Information Circular (the “**Circular**”) in order to vote at the Virtual Meeting. Non-registered shareholders who do not follow the procedures set out in the Circular will nonetheless be able to attend the teleconference of the Virtual Meeting but will not be able to ask questions or vote.

This notification contains information on how to access the Circular electronically or obtain a paper copy, as well as information on voting your shares using the form of proxy or voting instruction form enclosed with this notification. Shareholders that have existing instructions on their account with their intermediary to receive a printed copy of the Circular or Nexus Gold’s year-end financial statements and management’s discussion and analysis will receive printed copies. The use of this technological alternative for delivery is more environmentally sustainable and will help reduce paper use.

VIRTUAL MEETING

Virtual Meeting Date:	Thurs., January 28, 2021 at 10:00 am (PST)
Virtual Meeting Toll Free Dial-in Number:	+1 833-350-1350
Virtual Meeting passcode:	6254466

The record date for the Virtual Meeting is December 14, 2020. In addition to receiving the audited consolidated financial statements of the Company for the years ended January 31, 2019 and January 31, 2020 and the auditor’s report on those statements, the following items of business are scheduled to be voted on at the Virtual Meeting:

1. setting the size of the board of directors of the Company at four;
2. electing the Company’s board of directors for the ensuing year;
3. appointing Manning Elliott LLP as auditor for the ensuing year and to authorize the directors to fix the auditor’s remuneration;
4. re-approving the Stock Option Plan of the Company; and
5. other items of business that may be properly brought before the Virtual Meeting.

For detailed information regarding each of the above matters, please refer to the section of the Circular titled “Business of the Virtual Meeting”. **Nexus Gold urges shareholders to review the Circular prior to voting.**

ACCESSING MEETING MATERIALS ONLINE

The Circular, as well as the Company's audited annual financial statements and related management's discussion and analysis for the year ended January 31, 2020 (the "Meeting Materials") can be viewed online at Nexus Gold's website at <https://nxs.gold/annualmeeting2020/> or on SEDAR at www.sedar.com under Nexus Gold's profile.

REQUESTING PRINTED COPIES OF MEETING MATERIALS

Beneficial shareholders may request printed copies of the Meeting Materials to be sent by mail at no cost for up to one year from the date this Circular is filed on SEDAR. Requests for printed materials may be made by calling toll-free in North America to 1-888-281-0816 or outside of North America to 1-604-558-1919. To receive a copy of the Meeting Materials in advance of the proxy deposit date and Virtual Meeting date, please allow at least ten business days in advance of the proxy deposit date and time set out in the accompanying proxy or voting information form.

VOTING PROCESS FOR REGISTERED HOLDERS

Registered shareholders will have received a form of proxy with this notification. You may vote online, by telephone, by fax or by mail. To vote online, go to www.investorvote.com and follow the instructions on the screen. You will need to enter your 15-digit control number. To vote by telephone, call toll free in North American 1-866-732-VOTE (8683). To vote by fax, complete the form of proxy and send to fax no. 1-866-249-7775. To vote by mail, complete the form of proxy and return it to:

Computershare Trust Company of Canada
Attention: Proxy Department
8th Floor, 100 University Avenue
Toronto, Ontario, M5J 2Y1

Please refer to your form of proxy or the Voting Information section within the Circular for more information.

The deadline for receiving executed forms of proxy or submitting your proxy is 10:00 am (PST) on January 26, 2021, or no later than 48 hours (excluding Saturdays, Sundays and holidays) before the time of any adjournment or postponement of the Virtual Meeting. Late proxies may be accepted or rejected by the Chairman of the Virtual Meeting, in his or her discretion, and the Chairman is under no obligation to accept or reject any particular late proxy.

VOTING PROCESS FOR NON-REGISTERED HOLDERS

Non-registered non-objecting beneficial shareholders will have received a voting instruction form or form of proxy signed by your intermediary. You should carefully follow the instructions of your intermediary, including those regarding when and where the completed proxy or voting instruction form is to be delivered or otherwise submitted. You may also refer to the Voting Information section within the Circular for more information.

Non-registered (beneficial) shareholders who have not duly appointed themselves as proxyholder and other interested parties will be able to attend the Virtual Meeting but will not be able to vote or ask questions.

Shareholders with questions about notice and access can call the Company toll-free in North America at 1-888-281-0816 or outside of North America to 1-604-558-1919.

Dated at Toronto, Ontario this 17th day of December 2020.

By Order of the Board of Directors

Alex Klenman
President and CEO