
NOTICE OF ANNUAL GENERAL & SPECIAL MEETING

Notice is hereby given that the Annual General & Special Meeting (the "Meeting") of the shareholders of **Pan Global Resources Inc.** (the "Company") will be held on Tuesday, July 12, 2022 at the hour of 10:00 a.m. (local time in Vancouver, B.C.). **In light of the ongoing public health concerns related to COVID-19 and our concern for the health and safety of our employees and shareholders, the meeting will be held without the presence of shareholders.** The Company is offering its shareholders the option to listen and participate (but not vote) at the Meeting in real time by conference call at the following coordinates:

Dial 1-(866)-327-5544 (toll free) – Participant Code: 6524231#

You may not attend the Meeting in person. All shareholders are urged to vote on the matters before the Meeting by proxy which can be submitted electronically, by mail, or by phone as further described herein.

Changes to the Meeting date and/or means of holding the Meeting may be announced by way of press release which would be filed on SEDAR. Please monitor the Company's press releases for updated information up until the date of the Meeting. We do not intend to prepare or mail an amended management information circular in the event of changes to the Meeting format.

The Meeting will be held for the following purposes:

1. To receive the audited annual financial statements of the Company for its fiscal year ended January 31, 2022;
2. To fix the number of directors at five (5)
3. To elect directors for the ensuing year;
4. To appoint Davidson & Company LLP the auditors for the Company for the ensuing financial year and to authorize the directors to fix the remuneration to be paid to the auditors;
5. To approve, ratify and confirm the Company's Omnibus Equity Incentive Compensation Plan for the ensuing year, as set forth in the Information Circular accompanying this Notice;
6. To approve, ratify and confirm the Shareholder Rights Plan Agreement between the Company and Computershare Trust Company of Canada as Rights Agent, as set forth in the Information Circular accompanying this Notice; and
7. To approve the transaction of such other business as may properly come before the Meeting.

The nature of the business to be transacted at the Meeting is described in further detail in the Information Circular. Only shareholders of record as of the close of business on June 2, 2022 are entitled to receive notice of and to vote by proxy at the Meeting or any adjournment or adjournments thereof.

To assure your representation at the Meeting as a registered Shareholder (a "**Registered Shareholder**"), please complete, sign, date and return the enclosed proxy, whether or not you plan to dial in to the conference call Meeting. All proxies completed by Registered Shareholders must be received by the Company's transfer

agent, Computershare Investor Services Inc. ("**Computershare**"), not later than **Friday, July 8, 2022 at 10:00 a.m. (Vancouver Time)**. A Registered Shareholder must return the completed proxy to Computershare as follows:

- (a) by the **Internet** or **telephone** as described on the enclosed proxy; or
- (b) by **registered mail**, by **hand** or by **courier** to the attention of Computershare Attention: Investor Services Division, 3rd Floor, 510 Burrard Street, Vancouver, BC V6C 3B9

Non-registered Shareholders ("**Non-Registered Shareholders**") whose shares are registered in the name of an intermediary should carefully follow voting instructions provided by the intermediary. A more detailed description on returning proxies by Non-Registered Shareholders can be found beginning on page [2] of the attached Circular.

If you are a Non-Registered Shareholder, it is vital that the voting instruction form provided to you by your broker, intermediary or its agent is returned according to their instructions, sufficiently in advance of the deadline specified by the broker, intermediary or agent, to ensure that they are able to provide voting instructions on your behalf.

An Information Circular and a form of Proxy accompany this Notice.

DATED at Vancouver, British Columbia, this 2nd day of June, 2022.

BY ORDER OF THE BOARD

"Tim Moody"

Tim Moody
President & CEO