



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 (“**Shareholders**”) of common shares (“**Shares**”) of Galleon Gold Corp. (the “**Company**”) will be held at the offices of **Peterson McVicar LLP, 18 King St. East, Suite 902, Toronto, ON M5C 1C4, on November 24, 2020 at 10:00 a.m. ET** for the following purposes:

1. to receive and consider the audited financial statements of the Company for the year ended November 30, 2019 and the report of the auditors thereon;
2. to elect eight (8) directors of the Company for the ensuing year;
3. to appoint Grant Thornton LLP as the auditors of the Company for the ensuing year and to authorize the directors to fix their remuneration;
4. to consider and, if deemed advisable, to approve the continuation of the Company’ stock option plan which permits grant of options of up to ten (10%) percent of the issued and outstanding common shares to be made by the Company on a rolling grant basis;
5. to consider, and if deemed advisable, to pass with or without modification a special resolution authorizing an amendment of the articles of the Company to effect a consolidation of all of the issued and outstanding Shares of the Company on the basis of a consolidation ratio to be selected by the board of directors within a range between two (2) pre-consolidation Shares for one (1) post-consolidation Share and ten (10) pre-consolidation Shares for one (1) post-consolidation Share, as more particularly described in the accompanying management information circular; and
6. to transact other business as may properly be brought before the Meeting, or any adjournment or postponements thereof.

The directors have set the close of business on October 9, 2020 as the record date (“**Record Date**”) for determining the Shareholders who are entitled to receive notice of and vote at the Meeting. Only Shareholders whose names have been entered in the registers of the Company as at the close of business on the Record Date will be entitled to receive notice of and vote at the Meeting.

NOTICE-AND-ACCESS

Notice is also hereby given that the Company has decided to use the notice-and-access method of delivery of meeting materials for the Meeting for beneficial owners of Shares of the Company (the “**Non-Registered Holders**”) and for registered shareholders (the “**Registered Holders**”). The notice-and-access method of delivery of meeting materials allows the Company to deliver the meeting materials over the internet in accordance with the notice-and-access rules adopted by the Canadian Securities Administrators under National Instrument 54-101 – *Communication with Beneficial Owners of Securities of a Reporting Issuer*. Under the notice-and-access system, Registered Holders will receive a form of proxy and the Non-Registered Holders will receive a voting instruction form enabling them to vote at the Meeting. However, instead of a paper copy of the Notice of Meeting, the management information circular (the “**Circular**”), and related management’s discussion and analysis and other meeting materials, if applicable (collectively the “**Meeting Materials**”), shareholders receive a notification with information on how they may access such materials electronically. 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 the Meeting Materials to shareholders. Shareholders are reminded to view the Meeting Materials prior to voting. The Company will not be adopting stratification procedures in relation to the use of notice-and-access provisions.

How to Access the Meeting Materials

Meeting Materials can be viewed online on the Company's website www.galleongold.com/investors/annual meeting or under the Company's profile at www.sedar.com. The Meeting Materials will remain posted on the Company's website at least until the date that is one year after the date the Meeting materials were posted.

How to Request a Paper Copy of the Meeting Materials

Shareholders may request paper copies of the Meeting Materials to 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 Company's website. In order to receive a paper copy of the Meeting Materials or if you have question concerning notice-and-access, please call the Company's transfer agent and registrar, Computershare Trust Company of Canada ("Computershare").

For Holders with a 15 digit Control Number:

Request materials by calling Toll Free, within North America - 1-866-962-0498 or direct, from outside of North America - (514) 982-8716 and entering your control number as indicated on your Voting Instruction Form or Proxy.

To obtain paper copies of the materials after the meeting date, please contact (416) 644-0066.

For Holders with a 16 digit Control Number:

Request materials by calling Toll Free, within North America - 1-877-907-7643 or direct, and entering your control number as indicated on your Voting Instruction Form. From outside of North America please contact (416) 644-0066.

To obtain paper copies of the materials after the meeting date, please contact 416-644-0066.

Requests should be received by 10:00 a.m. (Eastern Time) on November 14, 2020 in order to receive the Meeting Materials in advance of the Meeting.

Please note that if you request a paper copy of the Meeting Materials, you will not receive a new form of proxy or voting instruction form, and therefore you should retain the forms included in the Notice Package in order to vote.

To proactively deal with the unprecedented public health impact of the coronavirus, also known as COVID-19 ("Covid-19") and recent Provincial and Federal guidance regarding public gatherings, shareholders and proxyholders are strongly encouraged NOT to attend the Meeting in person. The Covid-19 virus is causing unprecedented social and economic disruption and we want to ensure that no one is unnecessarily exposed to any risks. Furthermore, so that the Company can mitigate potential risks to the health and safety of shareholders and the community, all Meeting participants will be asked to wear a suitable facemask, and there will be a limitation on the number of persons permitted entry to the Meeting and anyone who is not a Registered Holder or proxyholder will not be permitted entry.

The Company urges all shareholders to vote by proxy in advance of the Meeting in accordance with the instructions set out below. The Covid-19 situation is dynamic and continues to evolve daily. If events arise that require us to make changes to the date, time and location of the Meeting, we will promptly notify shareholders and communicate any changes through a press release. The Company intends to resume holding unrestricted in-person shareholder's meetings in future years.

Shareholders who are unable to attend the Meeting in person and who wish to ensure that their Shares are voted at the Meeting, are requested to date, sign and return in the envelope provided for that purpose, the enclosed form of proxy, or complete and submit the form of proxy through the internet, telephone or by such other method as is identified, and pursuant to any instructions contained, in the form of proxy.

All instruments appointing proxies to be used at the Meeting or at any adjournment thereof must be received by our transfer agent, Computershare Trust Company of Canada, 100 University Avenue, 8th Floor, North Tower, Toronto, Ontario M5J 2Y1, at least 48 hours (excluding Saturdays, Sundays, and holidays) before the time of the Meeting or any adjournment thereof. The time limit for deposit of proxies may be waived by the Chairman of the Meeting at his discretion.

If you are a Non-Registered Holder and have received these materials through your broker, custodian, nominee or other intermediary, please complete and return the form of proxy or voting instruction form provided to you by your broker, custodian, nominee or other intermediary in accordance with the instructions provided therein. **Shareholders are reminded to review the Circular before voting.**

DATED at Toronto, Ontario, October 9, 2020.

BY ORDER OF THE BOARD

“Lisa Buchan”

Lisa Buchan
Corporate Secretary