



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

**NOTICE IS HEREBY GIVEN** that an Annual and Special General Meeting of the shareholders of FireFox Gold Corp. (the “**Company**”) will be held at Suite # 650 - 1021 West Hastings Street, Vancouver, BC, Canada V6E 0C3 on Thursday, December 1, 2022 at 10:00 a.m. (Pacific Standard/Daylight Time) (the “**Meeting**”) for the following purposes:

1. receive the Company’s audited financial statements for the financial years ended December 31, 2021 and December 31, 2020 together with the interim financial statements for the period ended June 30, 2022;
2. to appoint D&H Group LLP, Chartered Professional Accountants, as the auditor of the Company for the ensuing year and authorize the directors to fix the auditor’s remuneration;
3. to set the number of directors of the Company at four (4);
4. to elect the directors of the Company for the ensuing year;
5. to consider and approve the Company’s rolling 10% incentive stock option plan, as amended; and
6. to transact such other business as may properly come before the Meeting or any adjournment or adjournments thereof.

Accompanying this Notice of Meeting are: (1) an Information Circular, which provides additional information relating to the matters to be dealt with at the Meeting; and (2) a Form of Proxy or Voting Instruction Form (“**VIF**”).

The record date for the determination of the Shareholders entitled to receive this Notice and to vote at the Meeting has been established as October 24, 2022.

### **NOTE OF CAUTION Concerning COVID-19 Outbreak**

**At the date of this Notice and the accompanying Information Circular it is the intention of the Company to hold the Meeting at the location stated above in this Notice. Given the continuing public health impact of the COVID-19 pandemic and considerations regarding the health and safety of our employees, shareholders and other stakeholders, rather than attend the Meeting in person, shareholders are strongly encouraged to vote your shares by proxy by no later than 10:00 a.m. Tuesday, November 29, 2022.**

**We ask that shareholders also not attend the Meeting in person if you are experiencing any cold or flu-like symptoms, or if you or someone with whom you have been in close contact has travelled to/from outside of Canada within the 14 days immediately prior to the Meeting. To minimize group sizes and respect social distancing regulations, all shareholders are strongly encouraged to vote by submitting their completed form of proxy (or voting instruction form) prior to the Meeting by one of the means described in the Information Circular accompanying this Notice.**

**If you do wish to attend the Meeting in person, the Company’s COVID policy requires that all persons entering the Company’s premises be symptom free and provide valid proof of vaccination for COVID-19 including identification. Shareholders will also be requested to wear a mask while in the Company’s offices.**

**Should any such changes to the Meeting format occur, the Company will announce any and all of these changes by way of news release, which will be filed under the Company’s profile on SEDAR as well as on our Company website at [www.firefoxgold.com](http://www.firefoxgold.com). We strongly recommend you check the Company’s SEDAR**

profile prior to the Meeting for the most current information. In the event of any changes to the Meeting format due to the COVID-19 outbreak, the Company will not prepare or mail amended Meeting Proxy Materials.

While registered shareholders are entitled to attend the Meeting in person we strongly recommend that all Shareholders vote by proxy and accordingly ask that registered shareholders complete, date and sign the enclosed form of proxy, or another suitable form of proxy, and deliver it in accordance with the instructions set out in the form of proxy and in the Information Circular.

Non-registered (beneficial) shareholders who plan to attend the Meeting must follow the instructions set out in the Proxy or voting instruction form to ensure their shares are voted at the Meeting. If you hold your shares in a brokerage account, you are a non-registered (beneficial) shareholder.

Shareholders who cannot attend the Meeting in person may vote by proxy if a registered shareholder or provide voting instructions if a non-registered shareholder. Instructions for voting by registered shareholders or providing voting instructions by non-registered shareholders by mail, by phone and over the internet are included in the Information Circular. To be valid, proxies must be received by TSX Trust, the Company's transfer agent, ("TSX Trust"), 301 – 100 Adelaide Street West, Toronto, Ontario M5H 1S3 by 10:00 a.m., Pacific Time, on November 29, 2022 or be provided to the Chairman of the Meeting.

If you are a non-registered Shareholder and a non-objecting beneficial owner, and receive a VIF from TSX Trust, please complete and return the form in accordance with the instructions. If you do not complete and return the form in accordance with such instructions, you may lose your right to vote at the Meeting, either in person or by proxy.

If you are a non-registered Shareholder and an objecting beneficial owner and receive these materials through your broker or through another intermediary, please complete and return the materials in accordance with the instructions provided to you by your broker or such other intermediary. If you do not complete and return the materials in accordance with such instructions, you may lose your right to vote at the Meeting, either in person or by proxy.

Please advise the Company of any change in your address.

**DATED** at the City of Vancouver, in the Province of British Columbia, as of the 25<sup>th</sup> day of October, 2022.

**BY ORDER OF THE BOARD OF DIRECTORS**

(Signed) "Carl Löffberg"  
Carl Löffberg.,  
President and Chief Executive Officer