



MONETA PORCUPINE MINES INC.

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that an annual and special meeting (the "**Meeting**") of the holders ("**Shareholders**") of common shares (the "**Shares**") of MONETA PORCUPINE MINES INC. (the "**Corporation**") will be held by way of live webcast online at <https://web.lumiagm.com/266621062> on June 24, 2021 at 10:00 a.m. (Toronto time), for the following purposes, as more fully described in the management information circular dated May 10, 2021 (the "**Circular**") accompanying this notice of Meeting:

1. To receive the audited consolidated financial statements of the Corporation for the financial year ended December 31, 2020, together with the auditors' report thereon (the "**2020 Financial Statements**");
2. To elect the directors of the Corporation;
3. To appoint BDO Canada LLP as the auditors of the Corporation and to authorize the directors to fix the remuneration to be paid to the auditors;
4. To consider and, if deemed appropriate, to pass a special resolution approving the amendment of the articles of the Corporation to change the name of the Corporation to "Moneta Gold Inc." as more particularly described in the Circular;
5. To consider and, if deemed advisable, pass, with or without variation, a special resolution approving an amendment to the articles of the Corporation to consolidate its outstanding common shares on the basis of a ratio to be determined by the Board, in its sole discretion, within a range of one post-consolidation Share for up to every six (6) pre-consolidation Shares, as more particularly described in the Circular; and
6. To transact such further and other business as may properly come before the Meeting or any adjournment or postponement thereof.

The specific details of the matters to be considered at the Meeting are set forth in the accompanying management information circular.

Due to restrictions relating the Global COVID-19 pandemic, and to mitigate risks to the health and safety of our communities, Shareholders, employees and other stakeholders, the Corporation is holding the Meeting as a completely virtual meeting, which will be conducted via live webcast, where all Shareholders regardless of geographic location and equity ownership will have an equal opportunity to participate at the Meeting and engage with the Corporation as well as other Shareholders. Shareholders will not be able to attend the Meeting in person.

Registered Shareholders (being Shareholders who hold their Shares directly, registered in their own names) and duly appointed proxyholders will be able to attend, participate and vote at the Meeting online at <https://web.lumiagm.com/266621062>. Non-registered Shareholders (being Shareholders who hold their Shares through a broker, investment dealer, bank, trust company, custodian, nominee or other intermediary) who have not duly appointed themselves as proxyholder will be able attend the Meeting as guests, however they will not be able to vote at the Meeting. The password to the Meeting is "**mpm2021**" (case sensitive).

For the Meeting, the Corporation has elected to use the notice-and-access provisions under National Instrument 51-102 *Continuous Disclosure Obligations* and National Instrument 54-101 *Communication with Beneficial Owners of Securities of a Reporting Issuer* (collectively, the “**Notice-and-Access Provisions**”) to reduce its mailing costs and volume of paper with respect to the materials distributed for the purpose of the Meeting. The Notice-and-Access Provisions are a set of rules that permit the Corporation to post the Meeting materials, 2020 Financial Statements and accompanying management’s discussion and analysis online rather than making a traditional physical delivery of such materials. Shareholders will still receive a form of proxy or voting instruction form, as the case may be, and a financial statement request form. The Corporation will not use procedures known as “stratification” in relation to the use of the Notice-and-Access Provisions.

As a Shareholder of Moneta Porcupine Mines Inc., it is very important that you read the accompanying Circular and other Meeting materials carefully. They contain important information with respect to voting your Shares and attending and participating at the Meeting.

A Shareholder who wishes to appoint a person other than the management nominees identified on the form of proxy or voting instruction form, to represent him, her or it at the Meeting may do so by inserting such person's name in the blank space provided in the form of proxy or voting instruction form and following the instructions for submitting such form of proxy or voting instruction form. This MUST be completed prior to registering such proxyholder, which is an additional step to be completed once you have submitted your form of proxy or voting instruction form. If you wish that a person other than the management nominees identified on the form of proxy or voting instruction form attend and participate at the Meeting as your proxy and vote your Shares, including if you are a non-registered Shareholder and wish to appoint yourself as proxyholder to attend, participate and vote at the Meeting, you MUST register such proxyholder after having submitted your form of proxy or voting instruction form identifying such proxyholder by 10:00 a.m. (Toronto time) on June 22, 2021 so as to be registered not less than 48 hours before the time set for the holding of the Meeting or any adjournment or postponement thereof (excluding Saturdays, Sundays and holidays in the Province of Ontario). Failure to register the proxyholder will result in the proxyholder not receiving a Username to participate in the Meeting. Without a Username, proxyholders will not be able to attend, participate or vote at the Meeting. If you are completing the appointment box above YOU MUST go to <http://www.computershare.com/Moneta> and provide Computershare Investor Services Inc. (“**Computershare**”) with the name and email address of the person you are appointing. Computershare will use this information ONLY to provide the appointee with a username to gain entry to the online meeting.

As described in the notice and access notification mailed to Shareholders, the Corporation has decided to deliver the proxy-related materials to Shareholders by posting the proxy-related materials on its website at www.envisionreports.com/MECQ2021 and under the Corporation’s SEDAR profile at www.sedar.com. Notice and access is an environmentally friendly and cost effective way to distribute the circular because it reduces printing, paper and postage.

The proxy-related materials will be available on the www.envisionreports.com/MECQ2021 and will remain on the company’s website for one full year thereafter. The proxy-related materials will also be available on SEDAR at www.sedar.com.

If you are not able to be present at the Meeting, please exercise your right to vote by signing and returning the enclosed form of proxy to the offices of Computershare, 100 University Avenue, 8th Floor, Toronto, Ontario, M5J 2Y1, Attention: Proxy Department, so as to arrive not less than 48 hours before the time set for the holding of the Meeting or any adjournment or postponement thereof (excluding Saturdays, Sundays and holidays in the

Province of Ontario). Proxies may also be sent by facsimile to Computershare at 1-866-249-7775 or by visiting the website www.envisionreports.com/MECQ2021.

The Board of Directors has fixed the close of business on May 5, 2021 as the record date for the determination of Shareholders of the Corporation entitled to notice of the Meeting, and any adjournment or postponement thereof.

DATED at Toronto, Ontario, Canada, this 10th day of May 2021.

BY ORDER OF THE BOARD OF DIRECTORS.

(signed) "*Gary O'Connor*"

Gary O'Connor

President, Chief Executive Officer, Chief Geologist & Director