

Plato Gold Corp.

Notice of Annual and Special Meeting of Shareholders

Notice is hereby given that the annual and special meeting (the “**Meeting**”) of shareholders of **Plato Gold Corp.** (the “**Corporation**”) will be held at Forbes Andersen LLP, 340 Richmond Street West, Toronto, Ontario, Canada, on June 6, 2019 at 4:30 p.m. (Toronto time) for the following purposes:

1. to receive and consider the audited annual financial statements of the Corporation for the year ended December 31, 2018, together with the report of the auditors thereon;
2. to elect the directors for the ensuing year;
3. to consider, and if thought advisable, to pass a resolution approving the Corporation’s stock option plan (the “**Option Plan**”);
4. to appoint MNP LLP, Chartered Accountants, as auditors and to authorize the directors to fix their remuneration; and
5. to transact such other business as may properly come before the Meeting or any adjournment thereof.

The specific details of the foregoing matters to be put before the meeting are set forth in the management information circular (the “**Circular**”) accompanying this notice.

The Corporation’s Management Information Circular accompanies this notice.

Shareholders who are unable to attend the Meeting in person are requested to complete, date and sign the enclosed form of proxy or Voting Instruction Form (“**VIF**”) and to return it in the envelope provided for that purpose.

Proxies to be used at the Meeting must be deposited with the Corporation, c/o the Corporation’s transfer agent, TSX Trust Company, 301 – 100 Adelaide Street West, Toronto ON M5H 4H1, prior to 4:30 p.m. (Toronto time) on Tuesday, June 4, 2019 or any adjournment thereof is held, or with the chairman of the Meeting at any time prior to the commencement of the Meeting or any adjournment thereof.

DATED at Toronto, Ontario this 23rd day of April, 2019.

By Order of the Board of Directors

“Robert E. Van Tassell”

Robert E. Van Tassell
Corporate Secretary