



PLATO GOLD CORP

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 16, 2022 at 11:00 a.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, 2021, 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;
5. to consider, and if thought advisable, to pass a resolution approving the amended bylaws attached hereto as Appendix “**D**”; and
6. 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.

PERSONAL ATTENDANCE AT THE MEETING DISCOURAGED IN LIGHT OF COVID-19

In view of the current and rapidly evolving COVID-19 outbreak, we ask that, in considering whether to attend the meeting in person, shareholders follow the instructions of the Public Health Agency of Canada and Ontario Ministry of Health. Access to our meeting will, subject to by-laws, be limited to essential personnel and registered shareholders and proxyholders entitled to attend and vote at the meeting.

We may take additional precautionary measures in relation to the meeting in response to further

developments with the COVID-19 outbreak. In the event it is not possible or advisable to hold our meeting in person, we will announce alternative arrangements for the meeting as promptly as practicable, which may include postponing the meeting or holding the meeting entirely by electronic means, telephone or other communication facilities. If you are planning to attend the meeting, please check our website one week prior to the date of the meeting.

We encourage shareholders not to attend the meeting in person, particularly if they are experiencing any of the described COVID-19 symptoms of fever, cough or difficulty breathing. Instead, we encourage shareholders to date and sign the enclosed form of proxy and return it in the envelope provided.

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 11:00 a.m. (Toronto time) on Monday, June 14, 2022 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 21st day of April 2022.

By Order of the Board of Directors

“Greg K W Wong”
Greg K W Wong, Corporate Secretary