PASOFINO GOLD LIMITED
550 Burrard Street, Suite 2900
Vancouver, British Columbia, V6C 0A3

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING

NOTICE is hereby given that the annual general and special meeting (the "**Meeting**") of the shareholders ("**Shareholders**") of Pasofino Gold Limited (the "**Company**"), to be held at Fasken Martineau DuMoulin LLP, 333 Bay Street, Suite 2400, Toronto, Ontario, Canada, M5H 2T6 on November 8, 2024 at 10:00 a.m. (Toronto time) for the following purposes:

1. to receive and consider the Report of the Directors and to receive and consider the audited financial statements for the fiscal years ended April 30, 2024 and April 30, 2023 together with the report of the auditors thereon;

2. to re-appoint McGovern Hurley LLP, Chartered Accountants, as auditors for the ensuing year and to authorize the directors of the Company to fix the remuneration to be paid to the auditors;

3. to fix the number of directors of the Company for the ensuing year at six (6);

4. to elect the directors of the Company for the ensuing year;

5. to consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution to re-approve the Company's proposed long-term incentive plan, a copy of which is attached as Schedule "A" to the accompanying management information circular of the Company (the "**Circular**"); and

6. to transact such other business as may properly be transacted at such meeting or at any adjournment thereof. The nature of the business to be transacted at the Meeting is described in further detail in the Circular under the section entitled *"Particulars of Matters to be Acted Upon"*.

The record date for the determination of Shareholders entitled to receive notice of, and to vote at, the Meeting or any adjournments or postponements thereof is October 1, 2024 (the "**Record Date**"). Shareholders whose names have been entered in the register of Shareholders at the close of business on the Record Date will be entitled to receive notice of, and to vote at, the Meeting or any adjournments or postponements thereof.

If you are unable to attend the Meeting in person, please read the notes accompanying the instrument of proxy enclosed herewith (the "**Proxy**") and then complete and return the Proxy within the time set out in the notes. As set out in the notes, the enclosed Proxy is solicited by management of the Company, but, you may amend it, if you so desire, by striking out the names listed therein and inserting in the space provided, the name of the person you wish to represent you at the Meeting.

DATED at Toronto, Ontario, this 4th day of October, 2024.

BY ORDER OF THE BOARD OF DIRECTORS OF PASOFINO GOLD LIMITED

"Lincoln Greenidge"
Lincoln Greenidge
Chief Financial Officer