

KANADARIO GOLD INC.
Suite 1680 – 200 Burrard Street
Vancouver, BC, V6C 3L6

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

TO BE HELD ON DECEMBER 15, 2020

NOTICE IS HEREBY GIVEN that the 2020 annual general and special meeting (the “**Meeting**”) of the shareholders of Kanadario Gold Inc. (the “**Company**”) will be held at Suite 400 – 725 Granville Street, Vancouver, V7Y 1G5 on Tuesday, December 15, 2020, at 10:00 a.m. (Pacific time) for the following purposes:

1. to receive the audited financial statements of the Company for the year ended October 31, 2019, and the report of the auditor thereon;
2. to set the number of directors for the ensuing year at seven;
3. to elect directors for the ensuing year;
4. to appoint the auditor of the Company for the ensuing year and to authorize the directors to fix the remuneration to be paid to the auditor;
5. to approve the Company’s 10% rolling stock option plan, as more particularly set out in the accompanying Information Circular;
6. to approve the investment by Life of Mine Investments Inc.;
7. to approve the continuance of the Company from the *Business Corporations Act* (British Columbia) to the *Canada Business Corporations Act*;
8. to transact such other business as may properly come before the Meeting or any adjournment(s) thereof,

all as more particularly set out in the attached Information Circular. The form of proxy accompanies this Notice. The Information Circular provides additional information relating to the matters to be dealt with at the Meeting and is deemed to form part of this Notice.

The Directors have fixed the close of business on November 10, 2020 as the record date for determination of shareholders entitled to notice of and the right to vote at the Meeting either in person or by proxy. A shareholder who is unable to attend the Meeting in person and who wishes to ensure that their shares will be voted at the Meeting, is requested to complete, date and execute the enclosed form of Proxy and deliver it to the Company’s transfer agent: COMPUTERSHARE INVESTOR SERVICES INC., Proxy Dept., 100 University Avenue, 8th Floor, Toronto, Ontario M5J 2Y1, FACSIMILE (within North America) 1-866-249-7775 (outside North America) (416) 263-9524, by fax, hand or by mail in accordance with the instructions set out in the form of Proxy and Management Information Circular.

Due to the COVID-19 Pandemic and given the restrictions on public gatherings and in the best interest of the health of all participants in the Company’s Meeting, the Company respectfully asks that all shareholders do not attend the Meeting in person. The Company requests that shareholders who wish to participate by listening to the Meeting, contact the Company by 5:00 p.m. (Pacific time) on Friday, December 11, 2020 at carrie@rsdcapital.com to be included in the telephone conference for the Meeting. The Company will arrange for telephone participation for all shareholders who have requested it by

5:00 p.m. (Pacific time) on Friday, December 11, 2020. However, the Company strongly recommends that shareholders vote by proxy or VIF in advance to ease the voting tabulation at the Meeting by Computershare Investor Services Inc. If public health guidelines regarding physical distancing in British Columbia have changed by the Meeting date of December 15, 2020, the Company will issue a news release advising of permitted Meeting attendance in accordance with such updated guidelines.

DATED at Vancouver, British Columbia, as of the 10th day of November, 2020.

KANADARIO GOLD INC.

By: “*Dominic Verdejo*”
President and Chief Executive Officer