

## OREZONE GOLD CORPORATION

### NOTICE OF SPECIAL MEETING OF SHAREHOLDERS

**NOTICE IS HEREBY GIVEN THAT** a Special Meeting (the “**Meeting**”) of the shareholders of Orezone Gold Corporation (the “**Company**”) will be held at the offices of the Company at #910 – 1111 Melville Street, Vancouver, BC, on Tuesday, August 31, 2021 at 9:00 a.m. (PDT) for the following purposes and as more particularly described in the accompanying Company’s management information circular dated August 3, 2021 (the “**Circular**”):

1. Approval of the creation of a new control person of the Company, being Resource Capital Fund VII L.P. (“**RCF VII**”) and approval of the issuance by the Company to RCF VII (or its nominee) of a secured convertible debenture in the principal amount of US\$25,000,000. The full text of the resolutions is reproduced in the Circular.
2. To transact such further or other business as may properly come before the Meeting or any adjournments or postponements thereof.

The Circular accompanies this Notice of Meeting and contains details of matters to be considered at the Meeting.

**DATED** at Vancouver, British Columbia, August 3, 2021.

#### **BY ORDER OF THE BOARD OF DIRECTORS**

*“Patrick Downey”*

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Patrick Downey  
Director, President & Chief Executive Officer

**IMPORTANT:** Shareholders may exercise their rights by attending the meeting or by completing a form of proxy. Should you be unable to attend the meeting in person, kindly complete, date and sign your form of proxy and return it by mail or fax to our transfer agent, Computershare Investor Services Inc., 8<sup>th</sup> Floor, 100 University Avenue, Toronto, Ontario, Canada M5J 2Y1 (facsimile numbers: within North America 1-866-249-7775; outside North America 1-416-263-9524); or vote through the Internet following the instructions on the form of proxy. To be valid and acted upon at the Meeting, proxies must be deposited with the transfer agent of the Company, namely Computershare Investor Services, to the attention of its Proxy Department, in Toronto, not later than 9:00 a.m. PDT on August 27, 2021 or, if the meeting is adjourned, by no later than 48 hours (excluding Saturdays, Sundays and holidays) prior to the time of the adjourned Meeting. Your shares will be voted in accordance with your instructions as indicated on the proxy. A Management Information Circular is attached to the present Notice.