

INTACT GOLD CORPORATION
Suite 800 – 1199 West Hastings Street
Vancouver, BC V6E 3T5
Telephone: 604-283-1722
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NOTICE OF ANNUAL GENERAL MEETING

TO THE SHAREHOLDERS:

NOTICE IS HEREBY GIVEN that the annual general meeting (the “**Meeting**”) of Intact Gold Corporation (the “**Company**”) will be held at the offices of Jackson & Company located at 800 – 1199 West Hastings Street, Vancouver, British Columbia, on Friday, December 23, 2016, at the hour of 10:00 a.m. (Vancouver time) for the following purposes:

1. to receive the audited financial statements of the Company for the financial year ended March 31, 2016, and the accompanying report of the auditors thereon;
2. to authorize the directors of the Company to fix the remuneration to be paid to the auditors for the financial year ending March 31, 2016;
3. to set the number of directors of the Company for the ensuing year at four (4) persons;
4. to review and elect new directors of the company;
5. to reappoint Davidson & Company as the auditors for the ensuing year;
6. To review a new option plan set to replace the previous stock option plan currently in effect.

The accompanying Information Circular provides additional information relating to the matters to be dealt with at the Meeting and is supplemental to, and expressly made a part of, this Notice of Meeting.

The Company’s board of directors has fixed November 18, 2016 as the record date for the determination of shareholders entitled to notice of and to vote at the Meeting and at any adjournment or postponement thereof. Each registered shareholder at the close of business on that date is entitled to such notice and to vote at the Meeting in the circumstances set out in the accompanying Information Circular.

If you are a registered shareholder of the Company and unable to attend the Meeting in person, please complete, date and sign the accompanying form of proxy and deposit it with the Company’s transfer agent, Computershare Investor Services Inc., 100 University Avenue, 9th Floor, Toronto, Ontario, M5J 2Y1. Proxies must be received by Computershare by 10:00 a.m. (Vancouver time) on December 21, 2016.

If you are a non-registered shareholder of the Company and received this Notice of Meeting and accompanying materials through a broker, a financial institution, a participant, a trustee or administrator of a self-administered retirement savings plan, retirement income fund, education savings plan or other similar self-administered savings or investment plan registered under the *Income Tax Act* (Canada), or a nominee of any of the foregoing that holds your securities on your behalf (the “**Intermediary**”), please complete and return the materials in accordance with the specific instructions provided to you by your Intermediary.

DATED at Vancouver, British Columbia this 18th day of November, 2016.

By order of the Board of Directors of

INTACT GOLD CORPORATION

"Anthony Jackson"

Anthony Jackson
President, Chief Executive Officer
and Director