2 Toronto Street, Suite 230,
Toronto, Ontario, Canada, M5C 2B5
Tel: +51 999714192

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

TAKE NOTICE that the annual general and special meeting (the "**Meeting**") of shareholders of **BATERO GOLD CORP.** (the "**Company**") will be held as a virtual meeting on Wednesday, May 11, 2022 at 11:00 a.m. (ET) for the following purposes:

1. To receive the audited financial statements of the Company for the financial year ended August 31, 2021 and the report of the auditor thereon;
2. To fix the number of directors of the Company for the ensuing year at three (3);
3. To elect directors of the Company for the ensuing year;
4. To appoint an auditor of the Company for the ensuing year;
5. To ratify and approve the continuation of the share option plan of the Company, as described in the information circular (the "**Information Circular**"), dated April 5, 2022, for the Meeting, which accompanies this notice of the Meeting (this "**Notice**"); and
6. To consider any permitted amendment to or variation of any matter identified in this Notice, and to transact such other business as may be properly brought before the Meeting or any adjournment or postponement thereof.

The Information Circular contains details of matters to be considered at the Meeting. No other matters are contemplated, however any permitted amendment to or variation of any matter identified in this Notice may properly be considered at the Meeting.

In light of ongoing concerns regarding the COVID-19 pandemic, the Company is holding the Meeting in a virtual-only format to proactively deal with the public health impact of COVID-19 and in order to mitigate potential risks to shareholders, communities and other stakeholders. As always, we encourage shareholders to vote their shares prior to the Meeting by following the voting instructions in the accompanying Information Circular. See "*Important Information with Respect to the Virtual Meeting* " and "*Voting Securities*" in the Information Circular for details on how to participate and vote at the Meeting.

Registered shareholders or their duly-appointed proxy-holders may join the Meeting by sending a request to Ivo Alfonso Bravo via email at ibravo@cmh.com.pe at least 24-hours prior to the date and time of the Meeting. A link and passcode to the virtual Meeting will then be provided by email prior to the Meeting.

The board of directors of the Company has fixed April 5, 2022 as the record date (the "**Record Date**") for determination of persons entitled to receive this Notice. Only shareholders of record at the close of business on the Record Date who either: (a) virtually attend the Meeting; or (b) complete, sign and deliver a form of proxy in the manner and subject to the provisions described in the Information Circular, will be entitled to vote or to have their Common Shares voted at the Meeting.

Those shareholders who do not receive voting materials ahead of the Meeting should contact their broker or Computershare Investor Services Inc., the Company's transfer agent, to receive voting authorization.

Email: ibravo@cmh.com.pe

Telephone: +51 999714192

DATED at Toronto, Ontario the 5th day of April, 2022.

BY ORDER OF THE BOARD OF DIRECTORS

"Gonzalo de Losada"

Gonzalo de Losada
President and Chief Executive Officer