**WOLF ACQUISITION CORP.**

**NOTICE OF SPECIAL MEETING OF SHAREHOLDERS**

**TAKE NOTICE THAT** an annual general and special meeting (the "**Meeting**") of the shareholders (the "**Shareholders**") of Wolf Acquisition Corp. (the "**Corporation**") will be held at Wildeboer Dellelce Place, 365 Bay Street, Suite 800, Toronto, Ontario on February 12, 2021 at 11:00 a.m. (Toronto time). **In light of the ongoing public health concern related to COVID-19 and in order to comply with measures imposed by the federal and provincial governments, the Corporation is encouraging Shareholders and others <u>not</u> to attend the Meeting in person.**

The Corporation is offering the Shareholders the option to listen and participate (but not vote) at the Meeting in real time by conference call at:

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| **Within Canada (Toll Free):** | 1 833 600 1823 |
| **From US:** | 1 833 600 1822 |
| **Attendee Access Code:** | 118-955-563 |

The Meeting will be held for the following purposes:

1. to receive and consider the audited consolidated financial statements of the Corporation for the fiscal periods ended December 31, 2019 and 2018, together with the auditor's reports thereon, and the related management discussions and analyses;

2. to elect the directors of the Corporation, as more fully described in the management information circular in respect of the Meeting (the "**Management Information Circular**") accompanying this notice of Meeting;

3. to re-appoint McGovern Hurley LLP as the auditors of the Corporation to hold office until the earlier of the next annual general meeting of Shareholders or completion of the proposed business combination among the Corporation, Frontera Gold Inc. ("**Frontera**") and CX One Inc. (**"CX One**")and the Corporation's wholly-owned subsidiary 12590425 Canada Inc. (the "**Proposed Transaction**"), as further described in the Management Information Circular, and to authorize the directors of the Corporation to fix the auditor's remuneration;

4. to ratify, confirm and approve the Corporation's stock option plan, for continuation until the next annual general meeting of Shareholders, with or without amendment, as described in the Management Information Circular, including the reservation for issuance thereunder of all unallocated options, rights and other entitlements;

5. to consider, and if appropriate, to pass, with or without variation, an ordinary resolution of the disinterested Shareholders of the Corporation to approve amendments to the Escrow Agreement (as hereinafter defined) in accordance with certain changes to TSX Venture Exchange Policy 2.4 – Capital Pool Companies, as described in the Management Information Circular;

6. to consider, and if deemed appropriate, to pass an ordinary resolution of disinterested shareholders, removing the consequences associated with the Corporation not completing a Qualifying Transaction within 24 months of its listing date in accordance with certain changes to TSX Venture Exchange Policy 2.4 – Capital Pool Companies, as more particularly described in the Management Information Circular;

7. to elect, conditional upon and effective as of the completion of the Proposed Transaction, new directors of the Resulting Issuer to hold office from the effective time of the completion of the Proposed Transaction until the close of the next annual general meeting of Shareholders or until their successors are elected or appointed;

8. conditional upon and effective as of the completion of the Proposed Transaction, to pass, with or without

variation, an ordinary resolution of disinterested Shareholders, authorizing and approving the Corporation's restricted share unit plan;

9. to consider and, if deemed appropriate, to pass, with or without variation, a special resolution approving an amendment to the articles of the Corporation to reflect the split of the issued and outstanding common shares in the capital of the Corporation (the "**Common Shares**") on the basis of 1.2 post-split Common Shares for every one (1) pre-split Common Share, as more fully described in the Management Information Circular;

10. to consider and, if deemed appropriate, to pass, with or without variation, a special resolution approving the amendment of the articles of the Corporation to change the name of the Corporation to "*Bald Eagle Gold Corp*." or such other similar name as the board of directors of the Corporation, in its sole discretion, deems appropriate, as more fully described in the Management Information Circular;

11. to appoint MNP LLP as the auditors of the Corporation to hold office conditional on and effective upon the closing of the Proposed Transaction and to authorize the directors of the Corporation to fix the auditor's remuneration; and

12. to transact such other business as may be properly brought before the Meeting or any postponement or adjournment thereof.

Information relating to the items above is set forth in the Management Information Circular. Only shareholders of record as of January 6, 2021, the record date, are entitled to notice of the Meeting and to vote at the Meeting and at any adjournment or postponement thereof.

**IMPORTANT**

It is desirable that as many Common Shares as possible be represented at the Meeting. If you do not expect to attend the Meeting and would like your Common Shares represented, please complete the enclosed instrument of proxy and return it as soon as possible in the envelope provided for that purpose. To be valid, all instruments of proxy must be delivered to the Proxy Department of Computershare Investor Services Inc., 100 University Avenue, 8th Floor, Toronto, Ontario, Canada, M5J 2Y1 not later than 48 hours, excluding Saturdays, Sundays and statutory holidays in the City of Toronto, prior to the time of the Meeting or any postponement or adjournment thereof. Late instruments of proxy may be accepted or rejected by the chair of the Meeting in his or her discretion but he or she is under no obligation to accept or reject any particular late instruments of proxy. As an alternative to completing and submitting an instrument of proxy, you may vote electronically on the internet at www.investorvote.com or by telephone by contacting Computershare Investor Services Inc. at 1-866-732-8683. Shareholders who wish to vote using the internet or by telephone should follow the instructions in the enclosed instrument of proxy.

**NOTE OF CAUTION Concerning COVID-19 Outbreak**

At the date of this Notice and the accompanying Management Information Circular, it is the intention of the Corporation to hold the Meeting at the location stated above in this Notice. We are continuously monitoring development of current coronavirus (COVID-19) outbreak ("**COVID-19**"). In light of the rapidly evolving public health guidelines related to COVID-19, we ask shareholders to consider voting their shares by proxy and **not** attend the Meeting in person. Those shareholders who do wish to attend the Meeting in person, should carefully consider and follow the instructions of the federal Public Health Agency of Canada available at: www.canada.ca/en/public-health/services/diseases/coronavirus-disease-covid-19.html. We ask that shareholders also review and follow the instructions of any regional health authorities of the Province of Ontario, including Toronto Public Health and any other health authority holding jurisdiction over the areas you must travel through to attend the Meeting. Do not attend the Meeting in person if you are experiencing any cold or flu-like symptoms, or if you or someone with whom you have been in close contact has travelled to/from outside of Canada within the 14 days immediately prior to the Meeting. All shareholders are strongly encouraged to vote by submitting their completed form of proxy (or voting instruction form) prior to the Meeting by one of the means described in the Management Information Circular accompanying this Notice.

The Corporation reserves the right to take any additional pre-cautionary measures deemed to be appropriate, necessary or advisable in relation to the Meeting in response to further developments in the COVID-19 outbreak, including: (i) holding the Meeting virtually or by providing a webcast of the Meeting; (ii) hosting the Meeting solely by means of remote communication; (iii) changing the Meeting date and/or changing the means of holding the Meeting; (iv) denying access to persons who exhibit cold or flu-like symptoms, or who have, or have been in close contact with someone who has, travelled to/from outside of Canada within the 14 days immediately prior to the Meeting; and (v) such other measures as may be recommended by public health authorities in connection with gatherings of persons such as the Meeting. Should any such changes to the Meeting format occur, the Corporation will announce any and all of these changes by way of news release, which will be filed under the Corporation's profile on SEDAR. We strongly recommend you check the Corporation's SEDAR profile prior to the Meeting for the most current information. In the event of any changes to the Meeting format due to the COVID-19 outbreak, the Corporation will **not** prepare or mail amended Meeting Proxy Materials.

**THE BOARD OF DIRECTORS AND MANAGEMENT REQUEST ALL SHAREHOLDERS VOTE BY PROXY AND NOT ATTEND THE MEETING IN PERSON.**

**DATED** at Toronto, Ontario this 6th day of January, 2021.

**By Order of the Board of Directors of WOLF ACQUISITION CORP.**

(signed) "*Damian Lopez*"
Damian Lopez
Chief Executive Officer