



## NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

**NOTICE IS HEREBY GIVEN** that the Annual General and Special Meeting (the "**Meeting**") of the shareholders (the "**Shareholders**") of Core Gold Inc. (the "**Corporation**") will be held at 1166 Alberni Street, Boardroom #420, Vancouver, British Columbia, V6E 3Z3, Canada, **on Thursday, July 12, 2018 at 10:00 a.m. (PST)**, for the following purposes:

1. to receive the audited consolidated financial statements of the Corporation for the financial year ended December 31, 2017, together with the report of the auditor thereon;
2. to fix the number of directors at five (5);
3. to elect directors of the Corporation for the ensuing year;
4. to appoint Davidson & Company LLP, Chartered Professional Accountants, as the auditors of the Corporation and to authorize the directors to fix the auditors' remuneration for the ensuing year;
5. to consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution, the full text of which is set forth in the accompanying management Circular (the "**Circular**") prepared for the purposes of the Meeting, adopting and ratifying the Corporation's 2018 stock option plan; and
6. to transact such other business as may properly be brought before the Meeting or any adjournment thereof.

The Board has fixed the close of business (Vancouver time) on Thursday, June 7, 2018 as the record date for the Meeting. Only Shareholders of record at the close of business on the record date are entitled to receive notice of and to vote at the Meeting. Registered Shareholders who are unable to attend the Meeting are requested to complete, sign, date and return the enclosed form of proxy in accordance with the instructions set out therein and in the Circular accompanying this notice of meeting. To be valid, completed proxy forms must be dated, completed, signed and deposited with our transfer agent, Computershare Investor Services Inc.: (i) by mail using the enclosed return envelope or one addressed to Computershare Investor Services Inc., Proxy Department, 135 West Beaver Creek, P.O. Box 300, Richmond Hill, Ontario, L4B 4R5; (ii) by hand delivery to Computershare, 8<sup>th</sup> Floor, 100 University Avenue, Toronto, Ontario, M5J 2Y1; or (iii) by facsimile to (416) 263-9524 or 1-866-249-7775. Additionally, you may vote by using the internet at [www.investorvote.com](http://www.investorvote.com) or by calling 1-866-732-VOTE (8683). Your proxy instructions must be received in each case no later than 10:00 a.m. (PST) on July 10, 2018. The chairman of the Meeting has the discretion to accept proxies received after that time. If you have questions, you may contact the Corporation's Corporate Secretary by telephone at 604-345-4822 or by email at [info@coregoldinc.com](mailto:info@coregoldinc.com).

**DATED** at Vancouver, British Columbia this 7<sup>th</sup> day of June 2018.

By Order of the Board

*(Signed) "Keith Piggott"*

Mr. Keith Piggott

President and Chief Executive Officer

***If you are a non-registered Shareholder and receive these materials through your broker or through another intermediary, please complete and return the materials in accordance with the instructions provided to you by your broker or by the other intermediary. Failure to do so may result in your shares not being eligible to be voted by proxy at the Meeting.***