



NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General and Special Meeting of the shareholders of **GGX Gold Corp.** (the “**Company**”) will be held at Suite 1100-1111 Melville Street, Vancouver, British Columbia, on **Tuesday February 17, 2026**, at 1:30pm (Vancouver time) (the “**Meeting**”), for the following purposes:

1. To receive the audited annual financial statements of the Company for the year ended June 30, 2021, June 30, 2022, June 30, 2023, June 30, 2024 and June 30, 2025, together with the auditor’s report thereon.
2. To fix the number of directors to be elected at the Meeting at four (4) and to elect directors of the Company for the ensuing year.
3. To appoint WDM Chartered Accountants, as Auditors of the Company for the ensuing year and authorize the directors to fix their remuneration.
4. To ratify, confirm and approve the appointment of WDM Chartered Accountants, as the auditors of the Company for the fiscal years ended 2022, 2023, 2024, and 2025, and to ratify the authorization of the directors to fix the remuneration paid to the auditor.
5. To ratify and re-approve the Stock Option Plan of the Company for the years 2022, 2023, 2024 and 2025, all as more particularly described in the Information Circular and to authorize the Directors to make modifications thereto in accordance with the Stock Option Plan and the policies of the TSX Venture Exchange.
6. To consider, and if thought fit, pass an ordinary resolution to increase the number of Awards available for grant under the Company’s RSU Plan, as more particularly described in the accompanying information circular.
7. To consider, and if thought fit, pass an ordinary resolution to approve the creation of a control person (as such term is defined in the policies of the TSX Venture Exchange) (the “Control Person Resolution”).
8. To transact such other business as may properly come before the Meeting.

The board of directors has set January 13, 2026, as the record date for determining the shareholders entitled to receive notice of and vote at the Meeting.

A list of persons proposed to be nominated for election as Directors and the name of the auditors proposed to be appointed are set out in the management information circular.

If you are a registered shareholder and are unable to be present at the Meeting in person, in order for your proxy to be valid and your votes to be counted, you must date, execute and return the accompanying form of proxy to Odyssey Trust Company, 350 – 409 Granville Street, Vancouver, BC V6C 1T2 (Attn: Proxy Department) unless the chair of the Meeting elects to exercise his or her discretion to accept proxies received subsequently. Proxies must be received no later than 1:30pm (Vancouver time) on February 13, 2025.

If you are a non-registered shareholder and receive these materials through your broker or another intermediary, please complete and return the materials in accordance with the instructions provided to you by your broker or other intermediary. If you are a non-registered shareholder and do not complete and return the materials in accordance with such instructions, you may lose the right to vote at the Meeting.

DATED at Vancouver, British Columbia this 13th day of January, 2026.

ON BEHALF OF THE BOARD OF DIRECTORS

Barry Brown
Chief Executive Officer