



NOTICE OF AN ANNUAL AND SPECIAL GENERAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that an Annual and Special General Meeting of the shareholders of FireFox Gold Corp. (the “**Company**”) will be held at Suite # 2500 – 666 Burrard Street, Vancouver, BC, Canada V6C 2X8 on Wednesday, December 13, 2023 at 10:00 a.m. (Pacific Standard/Daylight Time) (the “**Meeting**”).

The Meeting will be held **in person and via Zoom conference call**, for the following purposes:

1. receive the Company’s audited financial statements for the financial years ended December 31, 2022 and December 31, 2021 together with the interim financial statements for the period ended September 30, 2023;
2. to appoint D&H Group LLP, Chartered Professional Accountants, as the auditor of the Company for the ensuing year and authorize the directors to fix the auditor’s remuneration;
3. to set the number of directors of the Company at four (4);
4. to elect the directors of the Company for the ensuing year;
5. to consider and approve the Company’s rolling 10% incentive stock option plan; and
6. to transact such other business as may properly come before the Meeting or any adjournment or adjournments thereof.

Due to technical limitations, shareholders will not be permitted to vote via telephone and therefore are strongly recommended to vote their shares via proxy prior to the applicable proxy cut-off times.

The Company encourages all shareholders to listen to the proceedings at the Meeting and to ask questions. To participate via Zoom, a Zoom link will be provided in a personalized email 2 days prior to the meeting. Shareholders who decide they would like to attend the meeting via the Zoom Webinar conference call are encouraged to contact janice@firefoxgold.com as soon as possible and a link will be provided to said shareholder via email.

Accompanying this Notice of Meeting are: (1) an Information Circular, which provides additional information relating to the matters to be dealt with at the Meeting; and (2) a Form of Proxy or Voting Instruction Form (“**VIF**”).

Shareholders of record on the Company’s books at the close of business of November 10, 2023 are entitled to notice of and to attend and vote at the Meeting or at any postponement or adjournment thereof. Pursuant to the Company’s governing documents, each Common Share is entitled to one vote.

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 Company is encouraging shareholders and others not to attend the Meeting in person. As at the date of this Notice and the accompanying Circular, it is the intention of the Company to hold the Meeting at the location stated above in this Notice.

An Information Circular accompanies this Notice and 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 the Notice may be properly considered at the Meeting. The Meeting may also consider the transaction of such other business as may properly come before the Meeting or any adjournment thereof.

NOTE OF CAUTION Concerning COVID-19

In view of the current and evolving COVID-19 outbreak, the Company asks that, in considering whether to attend the Meeting in person, shareholders follow the instructions of the Public Health Agency of Canada (<https://www.canada.ca/en/public-health/services/diseases/2019-novel-coronavirus-infection.html>). The Company encourages Shareholders not to attend the Meeting in person if experiencing any of the described COVID-19 symptoms of fever, cough or difficulty breathing. The Company may take additional precautionary measures in relation to the Meeting in response to further developments in the COVID-19 outbreak. As always, the Company encourages shareholders to vote prior to the Meeting. Shareholders are encouraged to vote on the matters before the Meeting by proxy.

While registered shareholders are entitled to attend the Meeting in person, we strongly recommend that all Shareholders vote by proxy and accordingly ask that registered shareholders complete, date and sign the enclosed form of proxy, or another suitable form of proxy, and deliver it in accordance with the instructions set out in the form of proxy and in the Information Circular.

Non-registered (beneficial) Shareholders who plan to attend the Meeting must follow the instructions set out in the Proxy or VIF to ensure their shares are voted at the Meeting. If you hold your shares in a brokerage account, you are a non-registered (beneficial) Shareholder.

A copy of the annual audited consolidated financial statements of the Company for its financial year ended December 31, 2022 and the auditor's report thereon, together with the corresponding management discussion and analysis as well as the unaudited interim financial statements for the period ended September 30, 2023 are also being mailed to those shareholders who have requested a copy. These documents, along with news releases which describe important recent events material to the Company, may also be obtained on SEDAR at www.sedar.com.

Please advise the Company of any change in your address.

DATED at the City of Vancouver, in the Province of British Columbia, as of the 13th day of November, 2023.

BY ORDER OF THE BOARD OF DIRECTORS

(Signed) "Carl Löffberg"
Carl Löffberg.,
President and Chief Executive Officer