



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 of Val-d’Or Mining Corporation (“**Val-d’Or Mining**” or the “**Company**”) will be held on **Friday, October 3, 2025**, at **3:00 p.m. (Eastern)** at **2772 chemin Sullivan, Val-d’Or, Québec**, and by telephone conference call (see below), for the following purposes:

- (i) to receive the financial statements for the year ended December 31, 2024, and the report of our auditor on those statements;
- (ii) to set the number of, and elect, directors;
- (iii) to appoint McGovern Hurley LLP as auditor of Val-d’Or Mining;
- (iv) to approve the creation of Jimmy S.H. Lee, a proposed Director of Val-d’Or Mining, as a Control Person of Val-d’Or Mining, all as more particularly described in the accompanying Circular;
- (v) to approve certain amendments to Val-d’Or Mining’s stock option plan, as more particularly described in the accompanying management information circular; and
- (vi) to consider any other proper business.

Details of all matters proposed to be put before the Meeting are set forth in the accompanying Circular and form of proxy and should be read in conjunction with this Notice.

In order to participate in the Meeting via teleconference, shareholders must pre-register 15 minutes before the start of the Meeting at <https://dpreister.com/sreg/10202227/ffc0ec5e7c>. Upon registration, participants will receive an individual pin and passcode to access the Meeting via teleconference, along with a toll free phone number to call.

DATED at Val-d’Or, Québec, this 29th day of August, 2025.

BY ORDER OF THE BOARD OF DIRECTORS

(signed) “*Glenn J. Mullan*”

Glenn J. Mullan

President, Chief Executive Officer, Chairman and Director

Your vote is important. Whether or not you plan to attend the Meeting, we encourage you to complete and return the enclosed form of proxy indicating your voting instructions as soon as possible.

Please complete, date and sign your form of proxy and return it to our transfer agent, Odyssey Trust Company, Suite 350, 409 Granville Street, Vancouver, British Columbia V6C 1T2, Attention: Proxy Department; or by facsimile: 1-800-517-4553 – or vote through the Internet following the instructions on the form of proxy. **To be valid, a completed form of proxy must be received by our transfer agent by no later than 3:00 p.m. (Eastern) on Wednesday, October 1, 2025 or, if the Meeting is adjourned, by no later than 48 hours (excluding Saturdays, Sundays and holidays) prior to the time of the adjourned meeting.**

If you are not a registered shareholder, please refer to the accompanying Circular for information on how to vote your shares.