

NV GOLD CORPORATION

Suite 810 – 609 Granville Street
PO Box 10356 Pacific Centre
Vancouver, BC V7Y 1G5

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING

NOTICE IS HEREBY GIVEN that the annual general and special meeting (the "**Meeting**") of the shareholders of NV GOLD CORPORATION (herein called the "**Company**") will be held at 885 West Georgia Street, Suite 1500, Vancouver, British Columbia, Canada on Wednesday, January 25, 2017, at the hour of 4:00 p.m. (Vancouver time) for the following purposes:

1. To receive and consider the financial statements of the Company together with the auditor's report thereon for the financial year ended August 31, 2016.
2. To set the number of directors of the Company at six (6).
3. To elect directors of the Company for the ensuing year.
4. To appoint Davidson & Company, Chartered Accountants as the Company's auditor for the ensuing year.
5. To authorize the directors to fix the remuneration to be paid to the auditor.
6. To ratify and approve the Company's stock option plan.
7. To transact such further or other business as may properly come before the Meeting and any adjournments thereof.

The accompanying Information Circular provides additional information relating to the matters to be dealt with at the Meeting and is deemed to form part of this notice.

If you are unable to attend the Meeting in person, please complete, sign and date the enclosed form of proxy and return the same within the time and to the location set out in the form of proxy accompanying this notice.

DATED at Vancouver, British Columbia, as of this 16th day of December, 2016.

BY ORDER OF THE BOARD OF DIRECTORS

"John E. Watson"

John E. Watson
President and CEO