



8338 120th Street Surrey, BC V3W 3N4

**NOTICE OF EXTRAORDINARY MEETING TO BE HELD**

**ON JANUARY 5, 2017**

**NOTICE IS HEREBY GIVEN** that the an extra meeting (the "Meeting") of shareholders of Desert Gold Ventures Inc. (the "Company", "we", "our" or "Desert Gold") will be held at 8338 120<sup>th</sup> Street, Surrey, BC on Thursday, January 5, 2017 at 2:00 p.m. (Vancouver time) for the following purposes:

1. to consider and, if deemed appropriate, to pass, with or without variation, by a majority vote of disinterested holders, a resolution, (the text of which is produced as Schedule A to the accompanying Management Proxy Circular) subject to approval by the TSX Venture Exchange, approving a grant of excess stock options to certain individuals, in accordance with the 2012 Fixed Plan;
2. to consider and, if thought fit, to adopt, with or without variation, a majority vote resolution to terminate the 2012 fixed option plan and in its place implement a 10% rolling option plan, the substantial terms of which are set out in the accompanying Management Information Circular, subject to approval by the TSX Venture Exchange;
3. to transact such other business as may properly come before the Meeting or any adjournments thereof.

A shareholder entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote in his stead. If you are unable to attend the Meeting in person, please read the Circular (the "Circular") and enclosed proxy (the "Proxy") and then complete, sign, date and return the Proxy, together with the power of attorney or other authority, if any, under which it was signed, or a notarized certified copy, to the Company's registrar and transfer agent, Computershare Trust Company of Canada at 510 Burrard Street, 3rd Floor, Vancouver, B.C. V6C 3B9, at least 48 hours (excluding Saturdays, Sundays and holidays) before the time fixed for the Meeting or any adjournment.

As set out in the notes to the Proxy, the Proxy is solicited by management, but you may amend it, if you desire, by striking out the names listed on it and inserting in the space provided the name of the person you wish to represent you at the Meeting.

If you are a non-registered shareholder and you plan to attend the Meeting, please follow the instructions set out in this Circular, and on the form of proxy or voting instruction form you received, to ensure that your shares will be voted at the Meeting. If you hold your shares in a brokerage account you are not a registered shareholder.

**DATED** at Vancouver, British Columbia, this 29th day of November, 2016

**BY ORDER OF THE BOARD OF DIRECTORS:**