



NEXUS GOLD CORP.

NOTICE AND ACCESS NOTIFICATION TO SHAREHOLDERS

You are receiving this notice as Nexus Gold Corp. (the “**Company**”) has opted to use the “notice and access” system for delivery of meeting materials to its shareholders in respect of its annual general and special meeting of shareholders to be held on December 20, 2024 (the “**Meeting**”).

Instead of receiving paper copies of the notice of meeting and management information circular (the “**Circular**”) of the Company for the financial years ended January 31, 2023 and 2024 under “notice and access” shareholders are receiving this notice with information on how to access the Circular and proxy-related materials electronically. However, together with this notification, shareholders will continue to receive a proxy or voting instruction form, as applicable, to enable them to vote at the Meeting, together with a supplemental mailing list request card to complete if you wish to receive paper copies of the Company’s financial statements and related management’s discussion and analysis. The use of electronic delivery of the proxy-related materials is more environmentally friendly and cost effective for the Company, reducing the Company’s paper and printing use and printing and mailing costs. This communication is not a form for voting and presents only an overview of the more complete information in the Circular which contain important information and can be accessed online as provided below. Shareholders are reminded to review Circular prior to voting.

MEETING DATE AND LOCATION:

WHEN: December 20, 2024
10:00 a.m. (Pacific time)

WHERE: Suite 2200, 885 West Georgia Street
Vancouver, B.C.

Only shareholders who own common shares of the Company at the close of business on the record date of November 6, 2024 may vote at the Meeting or any adjournment or postponement of the Meeting.

SHAREHOLDERS WILL BE ASKED TO CONSIDER AND VOTE ON THE FOLLOWING MATTERS AT THE MEETING:

- **FINANCIAL STATEMENTS:** To receive and consider the financial statements of the Company, together with the auditor’s report thereon, for the financial years ended January 31, 2023 and 2024. **NOTE:** There are no financial statements included in the mailing. The consolidated annual financial statements and related management’s discussion and analysis have already been mailed to those shareholders who previously requested to receive them.
- **FIXING THE NUMBER OF DIRECTORS:** To set the number of directors of the Company for the ensuing year. See the section entitled “Particulars of Matters to be Acted Upon at the Meeting – Fixing the Number of Directors” in the Circular.
- **ELECTION OF DIRECTORS:** To elect directors of the Company for the ensuing year. See the section entitled “Particulars of Matters to be Acted Upon at the Meeting – Election of Directors” in the Circular.
- **APPOINTMENT OF AUDITOR:** To appoint Shim & Associates LLP, Chartered Professional Accountants, as auditor for the Company, to hold office until the next annual general meeting of the shareholders at a remuneration to be fixed by the board of directors of the Company. See the section entitled “Particulars of Matters to be Acted Upon at the Meeting – Appointment and Remuneration of Auditor” in the Circular.
- **RE-APPROVAL OF STOCK OPTION PLAN:** To re-approve the Company’s stock option plan. See “Particulars of Matters to be Acted Upon at the Meeting – Approval of Option Plan” in the Circular.
- **OTHER BUSINESS:** To transact such further and other business as may properly be brought before the Meeting or any postponement or adjournment thereof.

WEBSITE WHERE THE MEETING MATERIALS ARE POSTED:

The proxy-related materials for the Meeting can be viewed online under the Company's profile on SEDAR+ at www.sedarplus.ca or on the Company's website at <https://nxs.gold/annualmeeting2024/>

HOW TO OBTAIN PAPER COPIES OF THE CIRCULAR:

Shareholders may request a paper copy of the Circular at no cost to the shareholder. Requests may be made up to one year from the date the Circular is filed on SEDAR+ by calling toll-free in North America to 1-888-281-0816 or outside of North America to 1-604-558-1919. The Circular will be sent to such shareholders within three business days of their request if such requests are made before the Meeting. Following the Meeting, the Circular will be sent to such shareholders within 10 days of their request.

VOTING:

YOU CANNOT VOTE BY RETURNING THIS NOTICE. To vote your securities, you must vote using the method set out in the proxy or voting instruction form.

Registered Holders are asked to return their proxies using the following methods by the proxy deposit date noted on your proxy, which is by 10:00 a.m. (Pacific time) on December 18, 2024:

- INTERNET:** Go to www.investorvote.com
- TELEPHONE:** You may enter your voting instructions by telephone at:
1-866-732-8683
- FACSIMILE:** You may enter your voting instructions by fax at:
1-866-249-7774 (toll free within North America), or
1-416-263-9524 (outside North America)
- MAIL:** Complete the form of proxy or any other proper form of proxy, sign it and delivery by hand or mail to Computershare Trust Company of Canada at:

Computershare Trust Company of Canada
100 University Avenue, 8th Floor
Toronto, Ontario
Canada V7J 2Y1

Beneficial Holders are asked to use the voting instruction form provided by Computershare or Broadridge, as applicable, and **RETURN IT TO COMPUTERSHARE OR BROADRIDGE**, as applicable (**not to the Company**), or vote through the internet or by telephone as indicated on the voting instruction form, in each case as soon as practicable to ensure that it is transmitted on time. It must be received by Computershare or Broadridge, as applicable, with sufficient time for them to file a proxy by the proxy deadline of 10:00 a.m. (Pacific time) on December 18, 2024.

Shareholders with questions about notice-and-access can contact the Company toll-free in North America at 1-888-281-0816 or outside of North America at 1-604-558-1919.

Dated at Vancouver, British Columbia this 6th day of November, 2024.

By Order of the Board of Directors

/s/ "Milad Zareian"

Milad Zareian
Chief Executive Officer