

JAXON MINING INC.
Suite 1105 - 750 West Pender Street
Vancouver, British Columbia V6C 2T8

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the 2021 Annual General Meeting of the shareholders (the “**Meeting**”) of Jaxon Mining Inc. (the “**Corporation**”) will be held by live video conference on Friday, December 3, 2021 at 4:00 pm (Vancouver time) for the following purposes:

1. to receive the Corporation’s audited financial statements for the fiscal year ended January 31, 2021, together with the report of the auditors thereon, and related management and discussion and analysis;
2. to set the number of directors for the ensuing year at five (5) persons;
3. to elect directors of the Corporation for the ensuing year;
4. to appoint the auditor for the Corporation for the ensuing year and to authorize the directors to fix the auditor’s remuneration;
5. to ratify and approve the Corporation’s Stock Option Plan for continuation until the next annual general meeting, as described in the accompanying Information Circular;
6. to transact any other business that may properly come before the meeting and any adjournment thereof.

An Information Circular (the “**Circular**”) and a Form of Proxy (the “**Proxy**”) accompany this notice. The Circular provides additional information relating to the matters to be dealt with at the meeting and forms part of this notice.

A shareholder entitled to attend and vote at the meeting is entitled to appoint a proxyholder to attend and vote in his or her place. If you are unable to attend the meeting or any adjournment in person, please read the notes accompanying the enclosed Proxy and then complete, sign, and date the Proxy and return it within the time and to the location set out in the notes. The Corporation’s management is soliciting the enclosed Proxy but, as set out in the notes, you may amend the Proxy if you wish by striking out the names listed and inserting in the space provided the name of the person you want to represent you at the meeting.

In response to the COVID-19 pandemic and ongoing concerns related to the spread of COVID-19, and in order to mitigate potential risks to the health and safety of the Corporation’s shareholders, employees, communities and other stakeholders, the Corporation will be holding the Meeting by video conference.

Registered shareholders and duly appointed proxy holders may participate in the meeting via a live video conference. Registered shareholders and duly appointed proxy holders will be able to ask questions of management via the live video conference at the conclusion of the Meeting.

The Corporation recommends that registered shareholders vote by proxy and accordingly 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 not later than 4:00 PM

(Vancouver time) on Wednesday, December 1, 2021, or at least 48 hours (excluding Saturdays, Sundays and holidays recognized in the Province of British Columbia) before the time and date of the Meeting or any adjournment or postponement thereof.

To request access to the meeting, please contact Bernice Wong at bwong@jaxonmining.com by December 1, 2021 to receive the information to access the Meeting.

DATED at Vancouver, British Columbia, this 29th day of October, 2021.

BY ORDER OF THE BOARD OF DIRECTORS

“John King Burns”

Chief Executive Officer