



Notice of Annual General Meeting of Shareholders and Availability of Proxy Materials

MEETING DATE AND LOCATION

Meeting Type: Annual General Meeting of Shareholders (the “Meeting”)
When: August 10, 2021 at 11:00 a.m. (Vancouver Time)
Where: 505 Burrard Street, Suite 1165, in Vancouver, British Columbia

BUSINESS OF THE MEETING

- A. to receive the audited financial statements of the Company for the year ended December 31, 2020 and the report of the auditors thereon;
- B. to fix the number of directors of the Company for the ensuing year at seven (7) (see “Setting the Number of Directors” in the Company’s management information circular dated June 29, 2021 (the “Information Circular”));
- C. to elect directors of the Company for the ensuing year (see “Election of Directors” in the Information Circular);
- D. to appoint PricewaterhouseCoopers LLP as the auditors of the Company for the ensuing year at a remuneration to be fixed by the directors (see “Appointment of Auditors” in the Information Circular);
- E. to consider and, if thought fit, to pass an ordinary resolution re-approving the Company’s rolling stock option plan, as more fully set forth in the Information Circular (see “Re-approval of Rolling Stock Option Plan” in the Information Circular); and
- F. to transact any other business that may properly come before the Meeting and any postponement(s) or adjournment(s) thereof.

The Company intends to hold the Meeting in person. However, due to the COVID-19 pandemic, to mitigate risk to the health and safety of our communities, shareholders and employees, the Company requests that shareholders not attend the Meeting in person. The Company encourages shareholders to instead vote their shares in advance of the Meeting via mail, telephone or online. No management presentation will be made at the Meeting; however, stakeholders may participate in the Meeting via a live teleconference, further details of which are contained in the Information Circular. Specifically, registered shareholders and duly appointed proxy holders who have properly pre-registered to participate in the Meeting as outlined below will have the opportunity to ask questions of management at the conclusion of the meeting and, provided they have not already submitted their votes, participate in telephone voting.

The Company may take additional precautionary measures in relation to the Meeting as necessary in response to further developments related to the COVID-19 pandemic and shall comply with all applicable recommendations, regulations and orders related thereto. In the event it is not possible or advisable to hold the Meeting in person, the Company will announce alternative arrangements for the Meeting as promptly as practicable, which may include holding the Meeting entirely by electronic means.

NOTICE-AND-ACCESS

Artemis Gold Inc. (“Artemis” or the “Company”) is using the notice-and-access model for delivery of meeting materials to shareholders of common shares of Artemis (“Shareholders”). Under notice-and-access, Shareholders still receive a proxy for registered Shareholders or voting instruction form for non-registered (beneficial) Shareholders enabling them to vote at the Meeting. However, instead of a paper copy of the Circular, Shareholders receive this notice with information on how they may access the meeting materials electronically. The use of this alternative means of delivery contributes to the protection of the environment by reducing tree, water and energy consumption, and will reduce the cost of printing and mailing materials to Shareholders.

Therefore, instead of receiving the Information Circular by mail, you may view it electronically by visiting <https://www.artemisgoldinc.com/investors/agm-materials/> or the Company’s SEDAR profile at www.sedar.com.

HOW DO I OBTAIN A PRINTED COPY OF THE CIRCULAR?

To obtain a printed paper copy of the Information Circular, please contact the Company at 1-877-460-2655 (toll-free) or info@artemisgoldinc.com. The Company will, upon request, mail a paper copy of the Information Circular at no cost within three business days following receipt of such request, if received before the Meeting and within ten calendar days following receipt of such request, if received after the Meeting. To receive a printed copy of the Information Circular before the voting deadline for the Meeting of 11:00 a.m. (Vancouver Time) on Friday August 6, 2021, your request must be received no later than July 23, 2021. Following the Meeting, the documents will remain available at the websites listed above for a period of at least one year.

For additional information about Notice and Access provisions, shareholders may contact the Company's transfer agent, Computershare, at <http://www.computershare.com/noticeandaccess> or 1-866-964-0492 (toll-free).

VOTING IS SIMPLE. PLEASE VOTE TODAY.

WHO CAN VOTE?

Holders of common shares of Artemis on the record date of June 15, 2021 are entitled to receive notice and to vote at the Meeting.

HOW DO I VOTE?

There are several convenient ways to vote your shares including online and via telephone. You will find attached to this notice, a form of proxy or a voting instruction form containing detailed instructions on how to exercise your voting rights.

	Beneficial Shareholders <i>Shares held with a broker, bank or other intermediary.</i>	Registered Shareholders <i>Shares held in own name and represented by a physical certificate.</i>
Internet:	www.proxyvote.com	www.investorvote.com
Phone or Fax:	Call or fax to the number(s) listed on your voting instruction form and vote using the control number provided therein.	Phone: 1-866-732-8683
Mail:	Return the voting instruction form in the enclosed postage paid envelope.	Return the form of proxy in the enclosed postage paid envelope.

If you wish to vote via teleconference at the Meeting, please follow the instructions found in the Information Circular. You are reminded to view the Information Circular prior to voting.

Please submit your vote well in advance of the proxy deposit deadline on Friday, August 6, 2021 at 11:00 a.m. (Vancouver Time).

BOARD RECOMMENDATION

The Board of Directors of Artemis unanimously recommends that Shareholders **VOTE FOR** of all the proposed resolutions.

By order of the Board,

"Steven Dean"

Steven Dean
Chairman and Chief Executive Officer
June 29, 2021