

INCA ONE GOLD CORP.
850 – 1140 West Pender Street,
Vancouver, British Columbia, Canada, V6E 4G1

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that an annual general meeting (the “**Meeting**”) of the shareholders of Inca One Gold Corp. (the “**Company**”) will be held at **10TH Floor – 595 Howe Street, Vancouver, British Columbia V6C 2T5 on Tuesday, December 17, 2019 at 10:00 a.m.** At the Meeting, the shareholders will receive the financial statements for the year ended April 30, 2019, together with the auditor’s report thereon, and consider resolutions to:

1. fix the number of directors of the Company for the ensuing year at four;
2. elect directors for the ensuing year;
3. appoint Grant Thornton LLP, Chartered Professional Accountants, as auditor of the Company for the ensuing year and authorize the directors to determine the remuneration to be paid to the auditor;
4. confirm the Company’s Stock Option Plan, as required annually by the policies of the TSX Venture Exchange; and
5. transact such other business as may properly be put before the Meeting.

All shareholders are entitled to attend and vote at the Meeting in person or by proxy. The Board of Directors (the “**Board**”) requests that all shareholders who will not be attending the Meeting in person read, date and sign the accompanying proxy and deliver it to Computershare Investor Services Inc. (“**Computershare**”). If a shareholder does not deliver a proxy to Computershare, Attention: Proxy Department, 100 University Avenue, 8th Floor, Toronto, Ontario, M5J 2Y1, by 10:00 a.m. (Vancouver, British Columbia time) on Friday, December 13, 2019 (or before 48 hours, excluding Saturdays, Sundays and holidays before any adjournment of the meeting at which the proxy is to be used) then the shareholder will not be entitled to vote at the Meeting by proxy. Only shareholders of record at the close of business on November 5, 2019 will be entitled to vote at the Meeting.

An information circular and a form of proxy accompany this notice.

DATED at Vancouver, British Columbia, the 18th day of November 2019.

ON BEHALF OF THE BOARD

“Edward Kelly”

Edward Kelly
Chief Executive Officer & President