

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that, pursuant to the Interim Order (as defined below) of the Supreme Court of British Columbia dated October 14, 2025, an annual general and special meeting (the “**Meeting**”) of the holders (“**Company Shareholders**”) of common shares (the “**Company Shares**”) in the capital of Taura Gold Inc. (the “**Company**”) will be held in person at the offices of Cassels Brock & Blackwell LLP at Suite 3200, 40 Temperance Street, Toronto, Ontario, M5H 0B4, on Friday, November 14, 2025 at 11:00 a.m. (Vancouver time), for the purposes listed below.

1. to consider pursuant to an interim order of the Supreme Court of British Columbia dated October 14, 2025 (the “**Interim Order**”) and, if thought advisable, to pass, with or without amendment, a special resolution (the “**Arrangement Resolution**”) approving a plan of arrangement (the “**Plan of Arrangement**”) under the provisions of Division 5 of Part 9 of the *Business Corporations Act* (British Columbia) (the “**BCBCA**”), whereby Axcap Ventures Inc. (“**Axcap**”) will acquire all of the issued and outstanding Company Shares, in exchange for common shares of Axcap, the full text of which is set forth in Schedule A to the accompanying information circular of the Company dated October 14, 2025 (the “**Information Circular**”);
2. to receive the audited financial statements of the Company for the year ended December 31, 2024, and the report of the auditor thereon;
3. to set the number of directors for the ensuing year at four;
4. to elect the directors of the Company for the ensuing year;
5. to appoint the auditor of the Company for the ensuing year and to authorize the directors to fix the remuneration to be paid to the auditor;
6. to consider and, if thought advisable, pass an ordinary resolution ratifying and confirming the stock option plan of the Company, as more particularly described in the Information Circular; and
7. to transact such other business, including amendments to the foregoing, as may properly be brought before the Meeting or any adjournment or postponement thereof.

The Information Circular contains the full text of the Arrangement Resolution and provides additional information relating to the subject matter of the Meeting, including the arrangement (the “**Arrangement**”) described in the arrangement agreement dated September 8, 2025 between the Company and Axcap (the “**Arrangement Agreement**”), and is deemed to form part of this Notice of Meeting.

The board of directors of the Company has fixed October 7, 2025 (the “**Record Date**”) as the record date for determining Company Shareholders who are entitled to receive notice of and to vote at the Meeting. Only Company Shareholders as of record on October 7, 2025 are entitled to receive notice of the Meeting and to attend and vote at the Meeting.

Company Shareholders are entitled to attend and vote at the Meeting or by proxy. Those who are unable to attend the Meeting are encouraged to read, complete, sign, date and mail the enclosed form of proxy in accordance with the instructions set out in the proxy and in the Information Circular. Please advise the Company of any change in your mailing address.

Voting by proxy will not prevent you from voting at the Meeting if you revoke your proxy and attend in person, but will ensure that your vote will be counted if you are unable to attend. In all cases, you should ensure that the proxy is received by Endeavor Trust Corporation (the “**Transfer Agent**”), the Company’s transfer agent, at least 48 hours (excluding Saturdays, Sundays and statutory or civic holidays) before the time of the Meeting (or any adjournment or postponement thereof) at which the proxy is to be used. In this case, assuming no adjournment, the proxy cut-off time is 11:00 a.m. (Vancouver time) on November 12,

2025. The time limit for the deposit of proxies may be waived or extended by the Chair of the Meeting at their discretion without notice.

If you are a non-registered Company Shareholder and have received these materials through your broker or other intermediary (but not from the Transfer Agent), please complete and return the voting instruction form provided to you by your broker or other intermediary in accordance with the instructions provided therein.

Company Shareholders who are planning to return the form of proxy or a voting instruction form are encouraged to review the Information Circular carefully before submitting the form of proxy or voting instruction form.

Registered Company Shareholders as of the Record Date have the right to dissent with respect to the Arrangement Resolution and, if the Arrangement becomes effective, to be paid the fair value of their Company Shares, subject to strict compliance with Sections 237 to 247 of the BCBCA, as modified by the provisions of the interim order and the final order in respect of the Arrangement, and the Plan of Arrangement. The right to dissent is described in the section in the Information Circular entitled “*Dissent Rights Under the Arrangement*” and the text of the Interim Order is set forth in Schedule G to the Information Circular. Failure to comply strictly with the requirements set forth in Sections 237 to 247 of the BCBCA, as modified, may result in the loss of any right to dissent.

Your vote is very important, regardless of the number of Company Shares that you own. Whether or not you expect to attend the Meeting, we encourage you to vote your form of proxy or voting instruction form, as applicable, as promptly as possible to ensure that your vote will be counted at the Meeting. If you have any questions about any of the information or require assistance in completing your form of proxy or voting instruction form, as applicable, please consult your financial, legal, tax and other professional advisors.

If you have any questions about submitting your Company Shares to the Arrangement, please contact Odyssey Trust Company, the depositary under the Arrangement, by telephone at +1 (587) 885-0960, or by email at corp.actions@odysseytrust.com.

THE BOARD OF DIRECTORS OF TAURA GOLD INC. UNANIMOUSLY RECOMMENDS THAT COMPANY SHAREHOLDERS VOTE <u>FOR</u> THE ARRANGEMENT RESOLUTION

DATED at Vancouver, British Columbia this 14th day of October, 2025.

BY ORDER OF THE BOARD OF DIRECTORS OF THE COMPANY

(signed) “Oliver Lennox-King”

Oliver Lennox-King, Chairman of the Company Special Committee