



EVOLVING GOLD
CORP

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

TAKE NOTICE that an annual and special meeting (the “Meeting”) of the Shareholders of EVOLVING GOLD CORP. (the “Company”) will be held at Suite 605 - 1166 Alberni Street, Vancouver, British Columbia, on **Thursday, November 30, 2017**, at 10:00 a.m. (Vancouver time), for the following purposes:

1. To receive the audited financial statements of the Company for the financial year ended March 31, 2017, together with the auditor’s report thereon.
2. To re-appoint Smythe LLP, Chartered Professional Accountants, as auditors of the Company for the ensuing year and to authorize the directors to fix the auditor’s remuneration.
3. To elect directors of the Company for the ensuing year.
4. To approve by ordinary resolution the renewal of the Company’s Shareholder Rights Plan Agreement, as described in the accompanying Information Circular.
5. To transact such other business as may be properly brought before the Meeting.

Accompanying this Notice is an Information Circular dated October 23, 2017, a form of proxy or voting instruction form and a reply card for use by shareholders who wish to receive the Company’s interim and/or annual financial statements. The accompanying Information Circular provides information relating to the matters to be addressed at the meeting and is incorporated into this Notice.

Registered shareholders who are unable to attend the Meeting in person and who wish to ensure that their shares will be voted at the Meeting are requested to 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.

Non-registered shareholders who plan to attend the Meeting must follow the instructions set out in the form of proxy or voting instruction form to ensure that their shares will be voted at the Meeting. If you hold your shares in a brokerage account you are not a registered shareholder.

DATED at Vancouver, British Columbia, this 23rd day of October, 2017.

ON BEHALF OF THE BOARD

“R. Bruce Duncan”

R. Bruce Duncan
Chief Executive Officer