



**Notice of Availability of Proxy Materials  
for  
FREEMAN GOLD CORP.  
(the “Company”)  
  
Annual General Meeting  
(the “Meeting”)**

**Meeting Date, Time, and Location**

**WHEN**      **Thursday, September 25, 2025  
11:00 a.m. (Pacific Time)**

**WHERE**    **2400 – 1055 West Georgia Street  
Cambie Room  
Vancouver, British Columbia  
V6E 3P2 Canada**

The Company is relying on ‘notice-and-access’ to deliver its Management Information Circular (the “Circular”) dated August 1, 2025, to you by providing you with electronic access to the document, instead of mailing a paper copy. Notice-and-access is a more environmentally friendly and cost-conscious way to deliver meeting materials, reducing paper consumption and printing and mailing costs to shareholders.

Enclosed with this notice you will find a form of proxy or voting instruction form so you can vote your shares. Please follow the voting instructions provided on your form of proxy or voting instruction form. In order to vote by proxy, votes must be received by **11:00 a.m. (Pacific Time) on Tuesday, September 23, 2025, or such earlier time as may be specified in the voting instrument you receive.**

**The Company reminds shareholders that it is important to review the Circular before voting.**

To access the Circular, please go to:

[www.freemangoldcorp.com/investors/](http://www.freemangoldcorp.com/investors/)

**OR**

[www.sedarplus.ca](http://www.sedarplus.ca)

**Obtaining Paper Copies of the Circular**

Shareholders may request to receive paper copies of the Circular related to the Meeting by mail at no cost. Requests for paper copies must be received by 5:00 p.m. (Pacific Time) on Thursday, September 11, 2025, in order to provide ample time to mail paper copies in advance of the Meeting. A Shareholder may request to receive a paper copy of the materials for up to one year from the date the materials were filed on [www.sedarplus.ca](http://www.sedarplus.ca).

For more information regarding notice-and-access or to obtain a paper copy of the materials you may contact our transfer agent, Odyssey Trust Company, via [www.odysseycontact.com](http://www.odysseycontact.com) or by telephone at 1-888-290-1175 (toll-free within North America) or 1-587-885-0960 (direct from outside North America).

Please note you will not be sent another form of proxy. Please retain the form of proxy mailed to you to vote your shares.

## **Notice of Meeting**

The resolutions, described in detail in the Circular, to be voted on at the Meeting are as follows:

1. to receive the audited financial statements of the Company for the financial year ended November 30, 2024, together with the report of the auditor thereon (see the section entitled “*Section 5 - Particulars of Matters to be Acted Upon – 1. Presentation of Financial Statements*” on page 7 of the Circular);
2. to fix the number of directors to be elected at the Meeting at six (6) (see the section entitled “*Section 5 - Particulars of Matters to be Acted Upon – 2. Fixing the Number of Directors*” on page 7 of the Circular);
3. to elect directors to hold office until the next annual meeting of shareholders (see section entitled “*Section 5 - Particulars of Matters to be Acted Upon – 3. Election of Directors*” on pages 8-11 of the Circular);
4. to appoint Crowe MacKay LLP, Chartered Professional Accountants, as auditor of the Company for the ensuing year and to authorize the directors of the Company to fix the remuneration to be paid to the auditor (see the section entitled “*Section 5 - Particulars of Matters to be Acted Upon – 4. Appointment of Auditor*” on pages 11-12 of the Circular);
5. to consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution approving the Company’s 10% “rolling” stock option plan, as amended and restated on August 1, 2025, in the form attached as Appendix “A” to and as more particularly described in the Circular (see the section entitled “*Section 5 - Particulars of Matters to be Acted Upon – Approval of Stock Option Plan*” on pages 12-13 of the Circular);
6. to consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution approving the Company’s restricted share unit plan, as more particularly described in the Circular (see the section entitled “*Section 5 - Particulars of Matters to be Acted Upon – Approval of Restricted Share Unit Plan*” on pages 13-14 of the Circular); and
7. to transact such other business as may properly come before the Meeting or any adjournment thereof.

**Stratification:** The Company will not use a procedure known as ‘stratification’ in relation to its use of notice-and-access provisions. Stratification occurs when a reporting issuer relying on notice-and-access provisions also provides a paper copy of its management information circular to some shareholders with this notice-and-access notice. All shareholders will receive only the notice-and-access notice, which must be mailed to them pursuant to notice-and-access provisions, and which will not include a paper copy of the Circular. Shareholders will not receive a paper copy of the Circular from the Company, or from any intermediary, unless a shareholder specifically requests one.

**Annual Financial Statements:** The Company is providing paper copies or emailing electronic copies of its annual financial statements to registered shareholders and beneficial shareholders who have opted to receive annual financial statements and have indicated a preference for either delivery method.