

KLONDIKE GOLD CORP.

Suite 3123 – 595 Burrard Street
Vancouver, BC V7X 1J1
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NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General and Special Meeting of the Shareholders of **KLONDIKE GOLD CORP.** (hereinafter called the "Company") will be held on **Tuesday, February 18, 2014**, at Suite 3123 – 595 Burrard Street, Vancouver, BC V7X 1J1 at the hour of 10:00 a.m. (Pacific Standard Time) for the following purposes:

1. To receive and consider the audited financial statements of the Company for the fiscal year ended February 28, 2013, and the Auditor's Report thereon.
2. To elect Directors for the ensuing year and to fix the number of Directors for the ensuing year at four (4).
3. To appoint Morgan LLP as the Company's Auditor for the ensuing year and to authorize the Directors to fix the remuneration to be paid to the Auditor.
4. To adopt and approve an Amended Rolling Stock Option Plan.
5. To adopt and approve a new form of Articles for the Company.
6. To transact such other business as may properly be transacted at the Meeting or at any adjournment thereof.

Accompanying this Notice is an Information Circular and Proxy with notes to Proxy.

A shareholder who is unable to attend the Meeting in person and who wishes to ensure that such shareholder's shares will be voted at the Meeting is requested to complete, date and sign the enclosed form of proxy and deliver it in accordance with the instructions set out in the form of proxy and in the information circular.

The enclosed Proxy is solicited by Management and you may amend it, if you so desire, by striking out the names listed therein and inserting in the space provided the name of the person you wish to represent you at the Meeting.

DATED at Vancouver, British Columbia, this 10th day of January, 2014.

BY ORDER OF THE BOARD

"Peter Tallman"

Peter Tallman
President and CEO