**CALIFORNIA GOLD MINING INC.**

**NOTICE OF ANNUAL MEETING OF SHAREHOLDERS**

**NOTICE IS HEREBY GIVEN** that an annual meeting (the "**Meeting**") of the shareholders (the "**Shareholders**") of CALIFORNIA GOLD MINING INC. (the "**Corporation**") will be held at the offices of Fogler, Rubinoff LLP, 77 King Street West, Suite 3000, Toronto-Dominion Centre, Toronto, Ontario on February 17, 2016 at 10:00 a.m. (Toronto time) for the following purposes:

1. TO RECEIVE the audited financial statements of the Corporation and the Report of the Auditor for the financial years ended August 31, 2015 and August 31, 2014;

2. TO RE-APPOINT the auditor for the ensuing year and authorize the board of directors of the Corporation to fix the auditor's remuneration;

3. TO FIX the board of directors at six directors and to elect directors;

4. TO TRANSACT such further and other business as may properly come before the Meeting and any adjournment or postponement thereof.

The Information Circular provides further information respecting proxies and the matters to be considered at the Meeting and is deemed to form part of this Notice of Annual Meeting.

The record date for the determination of Shareholders entitled to receive notice of and to vote at the Meeting is January 18, 2016 (the "**Record Date**"). Shareholders whose names have been entered in the register of Shareholders at the close of business on that date will be entitled to receive notice of and to vote at the Meeting.

**A Shareholder may attend the Meeting in person or may be represented by proxy. Shareholders who are unable to attend the Meeting or any adjournment or postponement thereof in person are requested to date, sign and return the accompanying form of proxy for use at the Meeting or any adjournment or postponement thereof.** To be effective, the enclosed proxy must be mailed so as to reach or be deposited at the office of the registrar and transfer agent of the Corporation, TMX Equity Transfer Services at 200 University Avenue, Suite 300, Toronto, Ontario, M5H 4H1, Attention: Proxy Department, or be faxed to (416) 595-9593, not later than twenty-four (24) hours (Toronto time), excluding Saturdays, Sundays and holidays prior to the time of the Meeting or any adjournment thereof. Late instruments of proxy may be accepted or rejected by the Chairman of the Meeting in his discretion and the Chairman is under no obligation to accept or reject any particular late instruments of proxy.

DATED at Toronto, Ontario this 14th day of January, 2016.

**BY ORDER OF THE BOARD OF DIRECTORS**

*"Patrick Cronin"*
Patrick Cronin
Chairman of the Board