



NOTICE OF SPECIAL MEETING OF BISON SHAREHOLDERS

NOTICE IS HEREBY GIVEN that in accordance with the interim order of the Ontario Superior Court of Justice (Commercial List) (the "**Court**") rendered September 11, 2017, as may be further varied and amended (the "**Interim Order**"), a special meeting (the "**Bison Meeting**") of shareholders (the "**Bison Shareholders**") of Bison Gold Resources Inc. ("**Bison**") will be held at 10:00 a.m. (Toronto time) on **Wednesday, October 11, 2017** at the offices of Bennett Jones LLP, Suite 3400, One First Canadian Place, Toronto, Ontario, M5X 1A4, for the following purposes:

- (a) to consider, pursuant to the Interim Order and, if deemed advisable, to pass, with or without variation, a special resolution (the "**Arrangement Resolution**") the full text of which is set out in Schedule "A" to the accompanying management information circular dated September 11, 2017 (the "**Circular**") to authorize and approve a plan of arrangement (the "**Plan of Arrangement**") under Section 182 of the *Business Corporations Act* (Ontario) (the "**OBCA**") involving Bison and Klondex Mines Ltd. ("**Klondex**"), by which, subject to the terms and conditions of the arrangement agreement dated August 7, 2017 between Bison and Klondex (the "**Arrangement Agreement**"), Klondex will acquire all of the outstanding common shares in the capital of Bison (the "**Bison Shares**"), as more particularly described in the accompanying Circular (the "**Arrangement**"); and
- (b) to transact such other business as may properly be brought before the Bison Meeting or any adjournment thereof.

Specific details of the matters proposed to be put before the Bison Meeting are set forth in the Circular. The full text of the Arrangement Resolution is attached to the Circular as Schedule "A".

The record date for determining the Bison Shareholders entitled to receive notice of and vote at the Bison Meeting is the close of business on September 6, 2017 (the "**Record Date**"). Only Bison Shareholders of record as at the Record Date are entitled to receive notice of the Bison Meeting and to attend and vote at the Bison Meeting or any adjournment thereof.

Also included with this notice of meeting and Circular, are a form of proxy (the "**Form of Proxy**") and a letter of transmittal (the "**Letter of Transmittal**") (printed on green paper).

Bison Shareholders of record as at the Record Date who are unable to attend the Bison Meeting or any adjournment thereof in person are requested to complete, date, and sign the accompanying Form of Proxy and deliver it in accordance with the instructions set out in the Form of Proxy and in the accompanying Circular.

Registered holders of Bison Shares of record as of the Record Date who are unable to attend the Bison Meeting in person should complete, date, sign and deposit the enclosed Form of Proxy with Bison, c/o TSX Trust Company by mail to 301 – 100 Adelaide Street West, Toronto, ON, M5H 4H1, Canada, by facsimile transmission to (416) 595-9593, or over the internet at www.voteproxyonline.com prior to 10:00 a.m. (Toronto time) on October 9, 2017 or, if the Bison Meeting is adjourned or postponed, not less than 48 hours (other than a Saturday, Sunday or holiday) prior to the start of the adjourned or postponed meeting. Notwithstanding the foregoing, the Chair of the Bison Meeting has the discretion to accept proxies received after such deadline.

If you are a non-registered holder of Bison Shares and have received these materials through your broker, custodian, nominee or other intermediary, please complete and return the form of proxy or voting instruction form provided to you by your broker, custodian, nominee or other intermediary in accordance with the instructions provided therein.

Pursuant to and in accordance with the Interim Order and the provisions of Section 185 of the OBCA (as modified or supplemented by the Interim Order, the Plan of Arrangement and any other order of the Court), each registered Bison Shareholder has been granted the right to dissent in respect of the Arrangement Resolution and the dissent rights and procedures for exercising such rights are described in the accompanying Circular.

Registered holders of Bison Shares who validly dissent from the Arrangement will be entitled to be paid the fair value of their Bison Shares, subject to strict compliance with Section 185 of the OBCA, as modified by the provisions of the Interim Order and the Plan of Arrangement. Failure to comply strictly with the requirements set forth in Section 185 of the OBCA, as modified by the provisions of the Interim Order, the Final Order (as defined in the Circular) and the Plan of Arrangement may result in the loss or unavailability of any right of dissent.

If you have any questions about the information contained in the Circular or require assistance in completing your Form of Proxy or voting instruction form, please contact Chris Carmichael, Chief Financial Officer of Bison at c/o CRIS Inc., B2 - 125 The Queensway, Suite 217, Toronto, Ontario, M8Y 1H6, Canada, or Laurel Hill Advisory Group, the proxy solicitation agent: by telephone at 1-(877)-452-7184 toll free in North America or 1-(416)-304-0211 outside of North America; or by email at assistance@laurelhill.com.

The Circular provides additional information relating to the matters to be dealt with at the Bison Meeting and is deemed to form part of this notice of meeting. Any adjourned or postponed meeting resulting from an adjournment or postponement of the Bison Meeting will be held at a time and place to be specified either by Bison before the Bison Meeting or by the Chair at the Bison Meeting.

DATED at Toronto, Ontario this 11th day of September, 2017.

BY ORDER OF THE BOARD OF DIRECTORS

/s/ Amir Mousavi

Amir Mousavi
Chief Executive Officer
Bison Gold Resources Inc.