



NOTICE AND ACCESS NOTIFICATION TO SHAREHOLDERS

ANNUAL GENERAL MEETING OF SHAREHOLDERS

TO BE HELD ON JULY 29, 2019

You are receiving this notification because Ely Gold Royalties Inc. (the "**Company**") has opted to use the "notice and access" model for the delivery of its information circular (the "**Circular**") to its shareholders in respect of its annual general meeting of shareholders to be held on July 29, 2019 (the "**Meeting**").

Under "notice and access", instead of receiving paper copies of the Circular, shareholders of record on June 14, 2019 are receiving this notice with information on how to access the Circular electronically. Such Shareholders will also receive a proxy or voting instruction form, as applicable, to use to vote at or in advance of the Meeting.

MEETING DATE AND LOCATION:

WHEN: July 29, 2019
10:00a.m. (Pacific Time)

WHERE: 2833-595 Burrard Street
Vancouver, B.C., Canada

SHAREHOLDERS WILL BE ASKED TO CONSIDER AND VOTE ON THE FOLLOWING MATTERS AT THE MEETING:

- **ELECTION OF DIRECTORS:** To elect five directors of the Company for the ensuing year. See the sections entitled "Election of Directors" in the Circular.
- **APPOINTMENT OF AUDITORS:** To reappoint Smythe CPA as auditors of the Company for the ensuing year and to authorize the directors to fix their remuneration. See the section entitled "Appointment of Auditor" in the Circular.
- **STOCK OPTION PLAN:** To approve and ratify the Company's existing 10% rolling stock option plan. See the section entitled "Approval of Stock Option Plan" in the Circular.
- **OTHER BUSINESS:** To transact such other business as may properly come before the Meeting or any adjournment thereof.

SHAREHOLDERS ARE REMINDED TO REVIEW THE CIRCULAR PRIOR TO VOTING.

WEBSITES WHERE THE CIRCULAR IS POSTED:

The Circular for the Meeting can be viewed online under the Company's profile at www.sedar.com or on the Company's website at <https://elygoldinc.com/>.

HOW TO OBTAIN PAPER COPIES OF THE CIRCULAR:

Shareholders may request paper copies of the Circular and other meeting materials, including the audited consolidated financial statements of the Company for the year ended December 31, 2018 and the report

of the auditors thereon and related Management's Discussion and Analysis, by first class mail, courier or the equivalent at no cost to the shareholder. Requests by email to **info@elygoldinc.com** or by calling toll-free at **1-800-387-0825** may be made up to one year from the date the Circular was filed on SEDAR.

For shareholders who wish to receive paper copies of the Circular in advance of the voting deadline, requests must be received **no later than 10:00 a.m. (Pacific Daylight Time) on July 22, 2019**. The Circular will be sent to such shareholders within three business days of their request if such requests are made before the Meeting. Following the Meeting, the Circular will be sent to such shareholders within ten days of their request. **Requests must be made by email to info@elygoldinc.com or by calling toll-free at 1-800-387-0825.**

Those shareholders with existing instructions on their account to receive a paper copy of meeting materials will receive a paper copy of the Circular with this notification.

VOTING:

YOU CANNOT VOTE BY RETURNING THIS NOTICE. To vote your securities, you must vote using the method set out in the enclosed voting instruction form or proxy.

Registered Holders are asked to return your proxies using the following methods by the proxy deposit date noted on your proxy, which is by **no later than 10:00 a.m. (Pacific Daylight Time) on July 25, 2019**:

- INTERNET:** Go to www.astvotemyproxy.com and enter your 13 digit control number
- FACSIMILE:** Fax to AST Trust Company (Canada) ("**AST**") at 416-368-2502 or 1-800-781-3111 (toll free)
- E-MAIL:** proxyvote@astfinancial.com
- MAIL:** Complete the form of proxy or any other proper form of proxy, sign it and mail it to AST at:
AST Trust Company (Canada)
P.O. Box 721, Agincourt, ON M1S 0A1

Beneficial Holders are asked to return your voting instructions using the following methods at least one business day in advance of the proxy deposit date noted on your voting instruction form:

- INTERNET:** Go to www.proxyvote.com and follow the instructions.
- TELEPHONE:** You may enter your voting instructions by telephone at:
Canadian holders:
English 1-800-474-7493
French 1-800-474-7501
USA holders:
1-800-454-8683
- MAIL:** Complete the voting instruction form, sign it and mail it in the envelope provided.

Shareholders with questions about notice and access can call toll free at 1-800-387-0825.