

NULEGACY GOLD CORPORATION

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

NOTICE is hereby given that the first annual general meeting of the shareholders of NuLegacy Gold Corporation (the “**Company**”) will be held at the Vancouver Club, 915 West Hastings Street, Vancouver, B.C., on Tuesday, November 2nd, 2010 at 10:00 a.m. (Vancouver time) for the following purposes:

1. To receive the audited financial statements of the Company for the fiscal year ended March 31, 2010.
2. To appoint auditors for the ensuing year and to authorize the directors to fix the remuneration to be paid to the auditors.
3. To fix the number of directors for the ensuing year at four.
4. To elect directors for the ensuing year.
5. To transact such other business as may properly come before the Meeting.

In order to approve a motion proposed at the Meeting a majority of greater than 50% of the votes cast will be required.

Shareholders entitled to attend and vote at the Meeting are entitled to appoint a proxy to attend and vote in their stead. If you are unable to attend the Meeting in person, please complete, date, sign and return the enclosed proxy together with the power of attorney or other authority, if any, under which it was signed or a notarially certified copy thereof to the registered office of the Company at Suite 650 – 1188 West Georgia Street, Vancouver, B.C. V6E 4A2 at least 48 hours (excluding Saturdays, Sundays and holidays) before the time of the Meeting or adjournment thereof or with the chairman of the Meeting prior to the commencement thereof.

A copy of the Company’s audited financial statements for the fiscal year ended March 31, 2010 is enclosed with this Notice of Meeting.

DATED at Vancouver, B.C., this 20th day of October, 2010.

ON BEHALF OF THE BOARD OF DIRECTORS

(original signed by) *Albert J. Matter*

Albert J. Matter
Managing Director and Chief Executive Officer