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## NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS TO BE HELD ON JUNE 30, 2020

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**NOTICE IS HEREBY GIVEN** that the Annual General Meeting (the “**Meeting**”) of the holders (“**Shareholders**”) of common shares (“**Common Shares**”) of EMX Royalty Corporation (the “**Company**”) will be conducted via an online interactive audio webcast at <https://web.lumiagm.com/209743968> (see “Voting of Proxies and VIFs” in the management information circular dated May 13, 2020 (the “**Circular**”) for details) on Tuesday, June 30, 2020, commencing at 10:30 a.m. (Vancouver Time), for the following purposes:

1. To receive and consider the Report of the Directors to the Shareholders. See “Particulars of Matters to be Acted Upon – Report of Directors” in the Circular;
2. To receive the audited financial statements of the Company for the year ended December 31, 2019 together with the auditor’s report thereon. See “Particulars of Matters to be Acted Upon – Financial Statements, Auditor’s Report and Management Discussion & Analysis” in the Circular;
3. To set the number of directors for the ensuing year at five. See “Particulars of Matters to be Acted Upon – Set Number of Directors to be Elected” in the Circular;
4. To elect directors for the ensuing year. See “Particulars of Matters to be Acted Upon – Election of Directors” in the Circular;
5. To appoint Davidson & Company LLP as auditor of the Company for the ensuing year and to authorize the directors to approve the remuneration to be paid to the auditor. See “Particulars of Matters to be Acted Upon – Appointment and Remuneration of an Auditor” in the Circular;
6. To ratify and approve the Company’s Stock Option Plan. See “Particulars of Matters to be Acted Upon – Ratification of Stock Option Plan” in the Circular; and
7. To transact such other business as may properly come before the Meeting.

The Board of Directors has fixed **May 13, 2020** as the Record Date for determining the Shareholders entitled to receive notice of and vote at the Meeting. Shareholders are requested to read the Circular and to complete and return the enclosed Proxy (or Voting Instruction Form, a “**VIF**”) in accordance with its instructions. To be valid, all Proxies must be returned to the offices of the Registrar and Transfer Agent of the Company, Computershare Investor Services Inc. (Attention: Proxy Department), 100 University Avenue, 9<sup>th</sup> Floor, Toronto, Ontario M5J 2Y1, Canada. Unregistered Shareholders must return their completed VIFs in accordance with the instructions given by their financial institution or other intermediary that sent it to them. Proxies and VIFs must be received no later than forty-eight (48) hours (excluding Saturdays, Sundays and holidays) prior to the Meeting or any adjournment thereof. Late Proxies and VIFs may be accepted or rejected by the Chairman of the Meeting in his discretion and the Chairman of the Meeting is under no obligation to accept any particular late Proxy or VIF.

These securityholder materials are being sent to both registered and non-registered owners of the securities. If you are a non-registered owner, and the issuer or its agent has sent these materials directly to you, your name and address and information about your holdings of securities, have been obtained in accordance with applicable securities regulatory requirements from the intermediary holding on your behalf. By choosing to send these

materials to you directly, the Company (and not the intermediary holding on your behalf) has assumed responsibility for (i) delivering these materials to you, and (ii) executing your proper voting instructions. Please return your voting instructions as specified in the request for voting instructions.

As permitted by the 'Notice and Access' provisions of the Canadian securities administrators, the Circular is available on the Company's website at [www.EMXRoyalty.com/investors/annual-general-meeting-proxy-materials](http://www.EMXRoyalty.com/investors/annual-general-meeting-proxy-materials) and under the Company's profile on SEDAR at [www.sedar.com](http://www.sedar.com) and has not been mailed to Shareholders. Shareholders may request, free of charge, a paper copy of the Circular (and the audited financial statements and related management's discussion and analysis for the Company's last financial year and any documents referred to in the Circular) and further information on Notice and Access by contacting the Company as follows:

<b>e-mail:</b> <a href="mailto:rocio@EMXRoyalty.com">rocio@EMXRoyalty.com</a>	<b>telephone:</b> (+1) 604-688-6390 (collect calls accepted)	<b>fax:</b> (+1) 604-688-1157	<b>mail:</b> Suite 501, 543 Granville Street Vancouver, British Columbia V6C 1X8 Canada
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Requests for paper copies of the Circular (and any other related documents) must be received no later than May 22, 2020, in order for Shareholders to receive paper copies of such documents and return their completed Proxies or VIFs by the deadline for submission of 10:30 a.m. (Vancouver Time) on Friday, June 26, 2020.

**DATED** at Vancouver, British Columbia this 13<sup>th</sup> day of May, 2020.

**ON BEHALF OF THE BOARD OF DIRECTORS**

Rocio Echegaray  
Corporate Secretary