

HARTE GOLD CORP.

NOTICE OF ANNUAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the Annual Meeting of Shareholders (the "Meeting") of Harte Gold Corp. (the "Corporation" or "Harte") will be held at 220 Bay Street, Suite 700 Toronto, ON M5J 2W4 on Tuesday, May 26, 2009 at 10:00am (Eastern Daylight Time) for the following purposes:

1. to receive the report of the Directors and the Financial Statements of the Corporation for the financial year ended November 30, 2008, together with the report of the auditors thereon;
2. to fix the number of Directors of the Corporation at six;
3. to elect Directors;
4. to appoint auditors for the ensuing year and upon the advice and recommendation of the Audit Committee to authorize the Directors to fix their remuneration;
5. to transact such further and other business as may properly come before the Meeting or any adjournment thereof.

The Board of Directors has fixed the close of business on April 27, 2009 as the record date for the determination of shareholders entitled to notice of and to vote at the Meeting and any adjournments thereof.

DATED at Toronto, this 27th day of April, 2009.

By Order of the Board of Directors

"Stephen G. Roman"

Stephen G. Roman
President and Chief Executive Officer

Shareholders are entitled to vote at the meeting in person or by proxy.

If it is not your intention to be present at the meeting, please exercise your right to vote by promptly signing, dating and returning the enclosed form of proxy in the envelope provided for that purpose.