



SULLIDEN

MINING CAPITAL

SULLIDEN MINING CAPITAL INC.

NOTICE OF ANNUAL AND GENERAL MEETING OF SHAREHOLDERS

You are invited to our annual and general meeting of shareholders

When: Tuesday February 5, 2019 at 10:00 a.m. (Toronto time)

Where: 65 Queen Street West, 8th Floor, Toronto, Ontario M5H 2M5

The purpose of the Meeting is as follows:

1. **Financial Statements.** Receive and consider the audited financial statements as at and for the fiscal year ended July 31, 2018, together with the report of the auditors thereon;
2. **Auditor Appointment.** Appoint PricewaterhouseCoopers LLP as auditor of the Corporation and authorize the directors to fix their remuneration;
3. **Elect Directors.** Consider and elect the directors for the ensuing year; and
4. **Other Business.** Consider other business as may properly come before the Meeting or any postponement(s) or adjournment(s) thereof.

This notice is accompanied by a form of proxy, a management information circular (the "**Circular**"), and the audited consolidated financial statements of the Corporation as at and for the fiscal year ended July 31, 2018 and related management's discussion and analysis of financial condition.

You may vote your shares by proxy if you are unable to attend the meeting. Please review the enclosed Circular and date, sign and return the enclosed form of proxy to the Corporation's transfer agent by 10:00 a.m. (Toronto time) on Friday, February 1, 2019, or no later than 48 hours (excluding Saturdays, Sundays and holidays) before any adjourned or postponed Meeting.

The directors of the Corporation have fixed the close of business on December 24, 2018 as the record date, being the date for the determination of the registered holders entitled to notice and to vote at the Meeting and any adjournments(s) or postponement(s) thereof.

DATED at Toronto, Ontario as of the 24th day of December, 2018.

BY ORDER OF THE BOARD OF DIRECTORS

(Signed) Stan Bharti

Chairman and Interim CEO