



SULLIDEN

MINING CAPITAL

SULLIDEN MINING CAPITAL INC.

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

You are invited to our annual and special meeting of shareholders.

When: November 26, 2021 at 10:00 a.m. (Toronto time)

Where: 198 Davenport Road, Toronto, Ontario M5R 1J2

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, 2021, together with the report of the auditors thereon;
2. **Auditor Appointment.** Appoint McGovern Hurley LLP as auditor of Sulliden Mining Capital Inc. (the "**Corporation**") and authorize the directors to fix their remuneration;
3. **Private Placement Financing.** Approve and authorize a private placement of securities in excess of 25% of the Corporation's outstanding securities, as more fully described in the management information circular attached to this notice (the "**Circular**");
4. **Elect Directors.** Consider and elect the directors for the ensuing year; and
5. **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, the Circular, and the audited consolidated financial statements of the Corporation as at and for the fiscal year ended July 31, 2021, and related management's discussion and analysis of the Corporation's 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 November 24, 2021, 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 October 25, 2021 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 28th day of October, 2021.

BY ORDER OF THE BOARD OF DIRECTORS

(Signed) Stan Bharti

Chairman and Interim CEO