

SEGO RESOURCES INC.

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

TAKE NOTICE that the Annual and Special General Meeting of Sego Resources Inc. (hereinafter called “Sego” or “the Company”) will be held at Suite 160 - 422 Richards Street, in the City of Vancouver, in the Province of British Columbia, on the 27th day of June, 2024 at the hour of 10:00 o’clock in the morning (Vancouver time), for the following purposes:

- a) To receive the financial statements of Sego Resources Inc. for the year ended June 30, 2023, together with the report of the auditors thereon;
- b) To fix the number of directors at six (6);
- c) To elect directors (either by single resolution or separate votes as the Meeting decides);
- d) To appoint auditors for the ensuing year and to authorize the directors to fix the remuneration to be paid to the auditors;
- e) To amend the Company’s Articles

AND

To transact such further and other business as may properly come before the Meeting or any adjournments thereof.

Accompanying this Notice of Meeting is an Information Circular and Proxy Instrument. Shareholders who are unable to attend the Meeting in Person are requested to complete and to date and sign the enclosed form of Instrument of Proxy. If a shareholder desires to be represented at the Meeting by Proxy, the Instrument of Proxy duly completed must be deposited at the Company’s offices, PO Box 30013, Parkgate Village RPO, North Vancouver, BC, V7H 2Y8 not later than 10 AM on June 25, 2024.

The directors of the Company have previously fixed and advertised May 13, 2024 as the record date for the determination of shareholders entitled to receive this Notice.

DATED at the City of Vancouver, Province of British Columbia, this 13th of May 2024.

ON BEHALF OF THE BOARD OF DIRECTORS



SEGO RESOURCES INC.
PO Box 30013
Parkgate Village RPO
North Vancouver, BC
V7H 2Y8

www.segoresources.com

Tel: (604) 682-2933

email: ceo@segoresources.com

**NOTICE AND ACCESS NOTIFICATION TO SHAREHOLDERS
2024 ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS**

You are receiving this notification as Sego Resources Inc., (the “Company”) has decided to use the notice and access model for delivery of meeting materials to its shareholders for its 2024 Annual and Special Meeting to be held on June 27, 2024 (the “Meeting”) at Suite 160 - 422 Richards Street, Vancouver, BC. This Notice of Meeting is prepared under the notice-and-access rules that came into effect on February 11, 2013 under National Instrument 54-101 *Communications with Beneficial Owners of Securities of a Reporting Issuer*. Under notice and access, shareholders will receive a proxy or voting instruction form enabling them to vote at the Meeting. However, instead of a paper copy of the management information circular (the “Information Circular”), shareholders receive this notice with information on how they may access such materials electronically. The use of this alternative means of delivery is more environmentally friendly and helps reduce the costs of paper, printing and mailing charges of Meeting materials to shareholders.

MEETING DATE AND TIME: Thursday June 27, 2024 at 10:00 am PST

LOCATION: Suite 160 - 422 Richards Street, Vancouver, BC

SHAREHOLDERS WILL BE ASKED TO CONSIDER AND VOTE ON THE FOLLOWING MATTERS:

Set the Number of Directors: To set the number of directors of the Company for the ensuing year at six (6). Please refer to the section titled “ELECTION OF DIRECTORS” in the Information Circular.

Election of Directors: To elect directors (6) of the Company for the ensuing year. Please refer to the section titled “ELECTION OF DIRECTORS” in the information Circular.

Appointment of Auditors: To appoint Smythe PLC as auditors for the Company for the ensuing year and authorizing the Directors to fix their remuneration. Please refer to the section titled “APPOINTMENT OF AUDITORS” in the Information Circular.

Other Resolutions: Alteration of Company's Articles: To consider and, if thought advisable, to pass a special resolution approving the alteration of the Company's Articles, as more fully set forth in the Company's Information Circular.

Other Business: Shareholders may be asked to consider other items of business that may be properly brought before the Meeting. Information regarding the use of discretionary authority to vote on any such other business may be found in the section titled "VOTING BY PROXY" in the Information Circular.

Reference is made to the Information Circular of the Company dated May 13, 2024 which contains additional details concerning the matters outlined above.

SHAREHOLDERS ARE REMINDED TO VIEW THE MEETING MATERIALS PRIOR TO VOTING.

WEBSITE WHERE MEETING MATERIALS ARE POSTED:

Materials for the Meeting may be viewed on the Company's website at:

<http://www.segoresources.com>

Materials for the Meeting may also be viewed on SEDAR at www.sedar.com

HOW TO OBTAIN PAPER COPIES OF THE MEETING MATERIALS:

Shareholders may request paper copies of the meeting materials be sent to them by postal delivery at no cost to them. Requests for paper copies of the Meeting Materials should be received at least five business days in advance of the proxy deposit date and time set out in the accompanying proxy or voting instruction form in order to receive the Meeting Materials in advance of the proxy deposit date and Meeting date. Shareholders who wish to receive paper copies of the Meeting Materials may request copies by calling (604) 682-2933 or by emailing ceo@segoresources.com. Meeting Materials will be sent to such shareholders within three business days of their request if such requests are made before the Meeting date. Requests may be made up to one year from the date of the Information Circular was filed on SEDAR. To receive a copy of the meeting materials after the meeting date, please contact the Corporate Office at Tel: (604) 682-2933.

VOTING:

***Registered shareholders* are asked to return their proxies using one of the following methods at least one business day in advance of the proxy cut-off date as set out in the accompanying proxy:**

Internet: www.investorvote.com

Telephone: 1-866-732-VOTE (8683) Toll Free

**Mail: Computershare Investor Services Inc. Proxy Department
100 University Avenue, 8th Floor, Toronto, Ontario, M5J 2Y1**

Non-registered holders are asked to use the voter instruction form provided by your intermediary (bank, trust company or broker) and return it as early as practicable to ensure that it is transmitted on time. It must be received by your intermediary with sufficient time for them to file a proxy by the deadline noted above.

Shareholders with questions about this Notice and Access Notification can email the Company at ceo@segoresources.com