

SOLSTICE GOLD CORP.
1055 West Georgia Street, 1500 Royal Centre
P.O. Box 11117, Vancouver, British Columbia Canada V6E 4N7
Tel: 604-622-5040

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING

NOTICE IS HEREBY GIVEN that the annual general and special meeting (the “**Meeting**”) of Solstice Gold Corp. (the “**Company**”) will be held at Suite 550, 800 West Pender Street, Vancouver, British Columbia (the “**Meeting Location**”), on Wednesday, December 04, 2024 (the “**Meeting Date**”) at 09:00 a.m. Pacific Time, for the following purposes:

1. to present the financial statements of the Company, together with the auditor’s report thereon, for the fiscal year ended June 30, 2024;
2. to consider and, if deemed advisable, to pass an ordinary resolution setting the number of directors of the Company for the ensuing year at five;
3. to consider and, if deemed advisable, to pass an ordinary resolution electing the directors of the Company for the ensuing year;
4. to appoint Davidson and Company LLP, Chartered Professional Accountants, as auditor for the Company for the ensuing year and to authorize the directors to set the auditor’s remuneration;
5. to consider and, if thought appropriate, pass an ordinary resolution authorizing, approving, ratifying and confirming the Company’s rolling stock option plan, as more particularly described in the accompanying management information circular (the “**Information Circular**”);
6. To approve the special resolution to amend the Articles of the Company to grant authorization to the Board to effect a consolidation or subdivision of the Company’s issued share capital as and when the Board of Directors may determine, as more particularly described in the accompanying management information circular (the “**Information Circular**”); and
7. to transact such other business as may properly be brought before the Meeting or any adjournment or adjournments thereof.

IMPORTANT NOTICE

The Meeting is currently scheduled to take place in person at the Meeting Location on the Meeting Date at 09:00 a.m. (Pacific Time).

An Information Circular accompanies this Notice. The Information Circular contains details of matters to be considered at the Meeting.

Only shareholders of record on October 29, 2024 will be entitled to vote in person at the Meeting, subject to the foregoing important notice. Registered shareholders who are unable to attend the Meeting in person and who wish to ensure that their shares will be voted at the Meeting are requested to complete, date and sign the enclosed form of proxy and deliver it in accordance with the instructions set out in the form of proxy and in the Information Circular.

Non-registered shareholders who plan to attend the Meeting, subject to the foregoing important notice, must follow the instructions set out in the form of proxy or voting instruction form to ensure that their shares will be voted at the Meeting. If you hold your shares in a brokerage account you are not a registered shareholder.

The audited financial statements for the year ended June 30, 2024, the report of the auditor and related management discussion and analysis will be made available at the Meeting and are available on www.sedarplus.com.

DATED at Vancouver, British Columbia, November 01, 2024.

ON BEHALF OF THE BOARD OF DIRECTORS

“David Adamson”

DAVID ADAMSON

Chairman & Director