



**STUHINI EXPLORATION LTD.**

**NOTICE OF  
ANNUAL GENERAL MEETING OF SHAREHOLDERS**

**To be held on December 10, 2020**

NOTICE IS HEREBY GIVEN that the Annual General Meeting of Shareholders of Stuhini Exploration Ltd. (the "Company") will be held at 14<sup>th</sup> Floor, 885 West Georgia Street, Vancouver, British Columbia, Canada, on Thursday, December 10, 2020 at 10:30 a.m. (Pacific Time) (the "Meeting") for the following purposes:

1. to receive the audited financial statements of the Company for the financial year ended February 29, 2020 with the auditor's report thereon;
2. to fix the number of directors at four and to elect four directors for the ensuing year;
3. to appoint the Company's auditor for the ensuing year;
4. to approve and confirm the Company's "rolling 10%" stock option plan; and
5. to transact such other business as may properly come before the Meeting or any adjournment thereof.

An Information Circular, Proxy Form and Return Card also accompany this Notice of Meeting. All matters set forth above for consideration at the Meeting are more particularly described in the Information Circular.

In anticipation of the novel coronavirus (COVID-19) pandemic circumstances continuing through to the date of the Meeting, business at the Meeting will be limited to the above-mentioned matters and management of the Company is not planning to make any corporate presentation at the Meeting.

Only shareholders of record at the close of business on November 2, 2020 will be entitled to receive notice of, and to vote at, the Meeting or any adjournment thereof. To vote by proxy, registered shareholders are requested to date and sign the enclosed Proxy Form promptly and return it in the self-addressed envelope enclosed for that purpose or by any of the other methods indicated in the Proxy Form. To be used at the Meeting, proxies must be received by TSX Trust Company, 301 – 100 Adelaide Street West, Toronto, Ontario, M5H 4H1 no later than 48 hours (excluding Saturdays, Sundays and holidays) prior to the time of the Meeting, or, if the Meeting is adjourned, no later than 48 hours (excluding Saturdays, Sundays and holidays) prior to the time that the Meeting is reconvened. If a registered shareholder receives more than one Proxy Form because such shareholder owns shares registered in different names or addresses, each Proxy Form should be completed and returned.

Dated as of the 3rd day of November, 2020.

BY ORDER OF THE BOARD

*"David O'Brien"*

David O'Brien  
President and CEO