TSODILO RESOURCES LIMITED

NOTICE OF ANNUAL GENERAL MEETING
To Be Held On
Friday, September 18, 2020

IMPORTANT NOTICE FOR SHAREHOLDERS REGARDING THE PROXY MATERIALS FOR THE ANNUAL GENERAL MEETING OF SHAREHOLDERS TO BE HELD ON FRIDAY, SEPTEMBER 18, 2020

The Notice of Meeting, Proxy Statement and Annual Report are available at

http://www.tsodiloresources.com/i/pdf/2019AR.pdf
and
http://www.tsodiloresources.com/i/pdf/2019NM_PV.pdf

TSODILO RESOURCES LIMITED
NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that an Annual General Meeting (the "**Meeting**") of the shareholders of Tsodilo Resources Limited (the "**Company**") will be held at the The McLean Community Center, McLean Room, 1234 Ingleside Avenue, McLean, Virginia 22101 on Friday. the 18th day of September, 2020 at 9:00 a.m. (EDT), for the following purposes:

(a) To receive and consider the consolidated financial statements of the Company for the period ended December 31, 2019 and the report of the auditors thereon;

(b) To elect directors of the Company for the ensuing year;

(c) To appoint Crowe MacKay LLP, Chartered Accountants, Vancouver, Canada, as auditors of the Company for the current year and to authorize the directors to fix their remuneration;

(d) To transact such other business as may properly come before the Meeting or any adjournment thereof.

This notice is accompanied by a form of proxy and a management information circular of the Company.

References in this Notice and in the accompanying Circular to the "Company" or "Tsodilo" shall include, where the context requires, Tsodilo Resources Limited together with its subsidiaries.

Shareholders are entitled to vote at the Meeting or any adjournment thereof either in person or by proxy. Those who are unable to attend the Meeting or any adjournment thereof in person are requested to complete, sign and return the enclosed form of proxy to the Company's transfer agent at the address indicated on the enclosed envelope. **To be valid, proxies must be deposited with the Company's transfer agent not later than the close of business two business days (September 16, 2020) preceding the day of the Meeting or any adjournment thereof. A completed form of proxy may also be deposited with the Chairman of the Meeting immediately prior to the commencement of the Meeting or any adjournment thereof.**

Dated this 21st day of July, 2020.

By Order of the Board of Directors

"James M. Bruchs"

James M. Bruchs
Chairman and Chief Executive Officer