

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that an Annual General and Special Meeting (the “**Meeting**”) of the Shareholders of SEARCHGOLD RESOURCES INC. (the “**Corporation**”) will be held at the Offices of Heenan Blaikie LLP, located at 333 Bay Street, Suite 2900, Bay Adelaide Centre in Toronto, on June 26, 2012 at 5.00 p.m. (local time), for the following purposes:

- 1^o to receive the audited consolidated financial statements of the Corporation for the year ended December 31, 2011 and the Auditor’s report thereon;
- 2^o to elect the Directors of the Corporation for the ensuing year;
- 3^o to re-appoint the Auditors of the Corporation, Raymond Chabot Grant Thornton, LLP, Chartered Accountants, for the ensuing year and to authorize the Directors to fix their remuneration;
- 4^o to consider and, if thought appropriate, to pass an ordinary resolution ratifying and approving the Corporation’s Stock Option Plan, as amended; and
- 5^o to transact such other matters as may properly come before the Meeting and any adjournment thereof.

You have the right to receive notice of and to vote at the Meeting if you were a shareholder of the Corporation on the close of business on May 25th, 2012 (the “**Record Date**”). The accompanying Management Proxy Circular (the “**Circular**”) provides additional information relating to the matters to be dealt with at the Meeting and is deemed to be part of this Notice.

Toronto, Ontario, June 1, 2012

BY ORDER OF THE BOARD OF DIRECTORS,

“Stanley Robinson”

CEO and Director

YOUR VOTE IS IMPORTANT TO US. REGISTERED SHAREHOLDERS WHO ARE UNABLE TO ATTEND THE MEETING IN PERSON AND WHO WISH TO ENSURE THEIR SHARES ARE VOTED AT THE MEETING ARE REQUESTED TO COMPLETE, DATE AND SIGN THE ENCLOSED FORM OF PROXY, OR ANOTHER SUITABLE FORM OF PROXY, AND DELIVER IT IN ACCORDANCE WITH THE INSTRUCTIONS SET OUT IN THE FORM OF PROXY AND IN THE CIRCULAR.

IF YOU ARE A BENEFICIAL SHAREHOLDER AND RECEIVE THESE MATERIALS THROUGH YOUR BROKER OR ANOTHER INTERMEDIARY, PLEASE COMPLETE AND RETURN THE MATERIALS IN ACCORDANCE WITH THE INSTRUCTIONS PROVIDED TO YOU BY YOUR BROKER OR OTHER INTERMEDIARY TO ENSURE YOUR SHARES ARE VOTED AT THE MEETING.