

GOLDEN SUN MINING CORP.

33 Heritage Peak Road
Port Moody, British Columbia, V3H 0H5
Telephone: 778-928-6565

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the annual general and special meeting (the “**Meeting**”) of the holders of common shares (“**Shareholders**”) of Golden Sun Mining Corp. (the “**Company**”) will be held at Suite 1930, 1177 West Hastings Street, Vancouver, British Columbia, Canada on the 30th day of December, 2020 at 10:00 a.m. (Vancouver time) for the following purposes:

- (a) to receive the audited consolidated financial statements of the Company as at and for the financial years ended April 30, 2019 and 2020, together with the reports of the auditor thereon;
- (b) to appoint Baker Tilly WM LLP, Chartered Professional Accountants as auditor of the Company for the ensuing year and authorize the board of directors to fix the remuneration of the auditor;
- (c) to fix the number of the directors of the Company for the ensuing year at three (3);
- (d) to elect directors to hold office for the ensuing year;
- (e) to consider, and if deemed advisable, to approve, with or without variation, the adoption of a new share-based compensation plan (the “**New Compensation Plan**”), as more particularly described in the accompanying management information circular;
- (f) To consider, and if deemed advisable, to approve, with or without variation, a special resolution authorizing the consolidation of the Company’s common shares (the “**Shares**”) on the basis of one (1) new Share for up to every fifty (50) currently issued and outstanding Shares, or such lesser ratio as the directors may determine appropriate, as more particularly described in the accompanying management information circular;
- (g) to transact such other business as may properly come before the Meeting or any adjournment or postponement thereof.

The accompanying management information circular (“**Circular**”) provides additional information relating to the matters to be dealt with at the Meeting and is deemed to form part of this Notice of Meeting.

The Company is offering Shareholders the opportunity to participate in the Meeting by way of teleconference. Registered Shareholders, or proxyholders representing registered Shareholders, participating in the Meeting by way of teleconference will be considered present in person at the Meeting for the purposes of determining quorum. Shareholders wishing to participate by teleconference may do so by dialing the following conference line, and entering the conference ID set forth below:

Conference Line: 1 855-453-6958

Conference ID: 7374103

A shareholder who is unable to attend the Meeting in person and who wishes to ensure that such shareholder’s shares will be voted at the Meeting is 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.

We strongly encourage Shareholders to attend the Meeting via teleconference and to vote their common shares prior to the Meeting by proxy, prior to the proxy cut-off at 10:00 a.m. (Vancouver time) on Thursday, December 24, 2020, as voting will not be available via telephone on the day of the Meeting.

As set out in the notes, the enclosed proxy is solicited by management, but, you may amend it, if you so desire, by striking out the names listed therein and inserting in the space provided, the name of the person you wish to represent you at the Meeting.

DATED this 25th day of November, 2020.

By order of the Board of Directors.

GOLDEN SUN MINING CORP.

/s/ "Brian Thurston"

**Brian Thurston
Director, President, Chief Executive Officer and
Corporate Secretary**