

SANU GOLD CORP.
717 – 1030 West Georgia Street
Vancouver, British Columbia V6E 2Y3

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the annual general and special meeting (the "**Meeting**") of the shareholders of **Sanu Gold Corp.** (the "**Company**") will be held at Suite 717 - 1030 West Georgia Street, Vancouver, British Columbia, by teleconference using the access information provided in the information circular accompanying this Notice on **Friday, January 20, 2023** at 10:00 a.m. (Pacific Time) for the following purposes:

1. to receive the audited financial statements of the Company for the fiscal year ended June 30, 2022 together with the auditor's report thereon;
2. to fix the number of directors at four (4) for the ensuing year;
3. to elect directors for the ensuing year;
4. to re-appoint Davidson & Company, Chartered Professional Accountants LLP as the Company's auditors for the ensuing fiscal year at a remuneration to be fixed by the directors;
5. to approve for continuation the Company's 10% "rolling" Stock Option Plan, as described in the accompanying management information circular; and
6. to transact such other business as may be properly brought before the Meeting or any adjournment(s) thereof.

The accompanying Information Circular provides additional information relating to the matters to be dealt with at the Meeting and is deemed to form part of this Notice.

The board of directors of the Company (the "**Board**") has fixed the close of business on December 16, 2022 as the record date, being the date for the determination of the registered holders of common shares.

Due to the ongoing COVID19 pandemic and to mitigate risks to the health and safety of the Company's shareholders, employees and other stakeholders, the Company will be holding its Meeting via conference call. Therefore, in order to vote, registered shareholders of the Company are asked to complete, date and sign the accompanying form of proxy, or another suitable form of proxy, and deposit it with the Company's transfer agent, Odyssey Trust Company, at 350-409 Granville Street, Vancouver, BC, V6C 1T2, by mail or by fax in North America at 1-888-290-1175, no later than forty eight (48) hours (excluding Saturdays, Sundays and holidays) prior to the time of the Meeting, or adjournment thereof. The Company respectfully asks that shareholders not attend the Meeting in person and strongly recommends that shareholders vote by Proxy in advance.

Your vote is important regardless of the number of common shares you own. Registered shareholders who are unable to attend the Meeting or any postponement or adjournment thereof in person are requested to complete, date, sign and return the enclosed form of proxy or, alternatively, to vote by telephone, or over the Internet, in each case in accordance with the enclosed instructions.

Non-registered shareholders who receive these materials through their broker or other intermediary are requested to follow the instructions for voting provided by their broker or intermediary, which may include the completion and delivery of a voting instruction form.

DATED at Vancouver, British Columbia, this 20th day of December, 2022.

BY ORDER OF THE BOARD

"Martin Pawlitschek"

Martin Pawlitschek
President, Chief Executive Officer and Director