

SOKOMAN MINERALS CORP.

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING

To be held on November 30, 2023

and

MANAGEMENT INFORMATION CIRCULAR

October 30, 2023

SOKOMAN MINERALS CORP.
82 Richmond St East
Toronto, ON. M5C 1P1

TO THE SHAREHOLDERS:

NOTICE IS HEREBY GIVEN that the Annual General and Special Meeting of the shareholders of **Sokoman Minerals Corp.** (“Sokoman” or the “Company”) will be held on **November 30, 2023** at **10:00 a.m. (PST)** at **2110, 650 West Georgia Street, Vancouver, BC V6B 4N8** the following purposes:

1. To receive the Report of the Directors;
2. To receive the financial statements of the Company and the Auditors’ report thereon for the years ended June 30, 2022 and June 30, 2023;
3. To fix the number of directors at five;
4. To elect directors for the ensuing year;
5. To appoint auditors for the ensuing year and to authorize the directors to fix the remuneration to be paid to the auditors;
6. To consider, and if thought fit, to approve, with or without amendment, an ordinary resolution to re-approve the Company’s Stock Option Plan; and
7. To transact such further or other business as may properly come before the meeting and any adjournment thereof.

INSIDERS TO WHOM SHARES MAY BE ISSUED UNDER THE AMENDED PLAN, AND THEIR RESPECTIVE ASSOCIATES AND AFFILIATES, WILL ABSTAIN FROM VOTING ON THE FOREGOING RESOLUTION. THE APPROVAL OF A MAJORITY OF DISINTERESTED SHAREHOLDERS OF THE COMPANY IS THEREFORE SOUGHT.

This notice is accompanied by a Management Information Circular, either a form of proxy for registered shareholders or a voting instruction form for beneficial shareholders, and, for those registered shareholders who so requested, a copy of the audited annual consolidated financial statements and management’s discussion and analysis (“MD&A”) of the Company for the years ended June 30, 2022 and June 30, 2023 (collectively, the “Meeting Materials”). Shareholders are able to request to receive copies of the Company’s annual report (including audited consolidated financial statements and MD&A) and/or interim consolidated financial report and MD&A by marking the appropriate box on the form of proxy or voting instruction form, as applicable. The audited annual consolidated financial statements and MD&A of the Company for the years ended June 30, 2022 and June 30, 2023 are being sent to those shareholders who have previously requested to receive them. Otherwise, they are available upon request to the Company at emyung@marrellisupport.ca or they can be found on SEDAR at www.sedar.com, or on the Company’s website at www.sokomanmineralscorp.com

Shareholders who are unable to attend the Meeting are requested to complete, date, sign and return the enclosed form of proxy or voting instruction form, as applicable, so that as large a representation as possible may be had at the Meeting.

The Board of Directors of the Company has, by resolution, fixed the close of business on October 23, 2023 as the record date, being the date for the determination of the registered holders of common shares entitled to receive notice of, and to vote at, the Meeting and any adjournment thereof.

The Board of Directors of the Company has, by resolution, fixed 10:00 a.m. (PST Time) on November 28, 2023 or no later than 48 hours before the time of any adjourned Meeting (excluding Saturdays, Sundays and holidays), as the time before which proxies to be used or acted upon at the Meeting or any adjournment thereof shall be deposited with the Company's transfer agent.

NOTE OF CAUTION CONCERNING THE COVID-19 OUTBREAK

While shareholders are entitled to attend the Meeting in person, to proactively deal with the unprecedented public health impact of the Coronavirus (COVID-19) and in order to mitigate potential risks to shareholders, and the Company's employees, communities, and other stakeholders, and based on government recommendations and mandates to avoid large gatherings, the registered shareholders will have the option to attend the Meeting electronically by teleconference. Shareholders attending via teleconference will be afforded the opportunity to ask questions of management at the conclusion of the meeting.

To Participate or submit questions during the Meeting, please refer to the following dial-in instructions:

Canada/USA: 1.866.305.1460

Access Code: 7314865#

(a list of all international call-in numbers is included with this Circular)

If you hold your Common Shares in a brokerage account, you are a non-registered shareholder ("Beneficial Shareholder"). Beneficial Shareholders who hold their Common Shares through a bank, broker or other financial intermediary should carefully follow the instructions found on the form of Proxy or VIF provided to them by their intermediary, in order to cast their vote, or in order to notify the Company if they plan to attend the Meeting.

DATED at Vancouver this 30th day of October, 2023

BY ORDER OF THE BOARD
Sokoman Minerals Corp.

"Timothy Froude"

Timothy Froude, President