

GOLDEN HORSE MINERALS LIMITED
Ground Floor, 34 Colin Street
West Perth, Western Australia, Australia 6005

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that an annual general and special meeting (the "**Meeting**") of shareholders of **GOLDEN HORSE MINERALS LIMITED** (the "**Company**") will be held at the offices of Stikeman Elliott LLP, Suite 1700, 666 Burrard Street, Vancouver, BC, Canada, V6C 2X8 on November 12, 2024 at 4:00 p.m. (Vancouver time) for the following purposes:

1. TO receive the audited financial statements of the Company for the fiscal year ended December 31, 2023, together with the auditor's report thereon;
2. TO set the number of directors of the Company at four (4);
3. TO elect the board of directors of the Company for the ensuing year;
4. TO appoint BDO Audit Pty Ltd, Chartered Accountants, of Level 9, Mia Yellagonga Tower 2, 5 Spring Street, Perth WA, 6000, Australia, as the auditor of the Company to hold office until the close of the next annual general meeting of shareholders of the Company, and to authorize the directors of the Company to fix the auditor's remuneration;
5. TO consider, and if thought advisable, to approve an ordinary resolution of disinterested shareholders ratifying, confirming and approving the Company's amended Equity Incentive Plan (the "**Amended Plan**"), as more particularly described in the (the "**Circular**");
6. TO consider, and if thought advisable, conditional upon the approval by shareholders of the Amended Plan, to approve an ordinary resolution of disinterested shareholders ratifying, confirming and approving grants of performance rights, stock options and inducement shares to the Company's CEO and Managing Director, all as more particularly described in the Circular;
7. TO consider, and if thought advisable, to approve an ordinary resolution of disinterested shareholders ratifying, confirming and approving Emerald Resources NL becoming a Control Person of the Company, as such term is defined in the policies of the TSX Venture Exchange, all as more particularly described in the Circular; and
8. TO consider, and if thought advisable, to approve an ordinary resolution of shareholders, including majority of the minority approval, ratifying, confirming and approving the Company's application to voluntarily delist its common shares from the TSXV, all as more particularly described in the Circular.

In addition, shareholders will be asked to consider any amendment or variation of a matter identified in this Notice and to transact such other business as may properly come before the Meeting or any adjournment thereof.

A shareholder wishing to be represented by proxy at the Meeting or any adjournment thereof must deposit their duly executed form of proxy with Computershare Investor Services Inc., at 100 University Avenue, 8th Floor, Toronto, Ontario, M5J 2Y1 not later than 4:00 p.m. (Vancouver time) on November

7, 2024, or, if the Meeting is adjourned, not later than 48 hours, excluding Saturdays, Sundays and holidays, preceding the time of such adjourned meeting.

Shareholders who are unable to attend the Meeting in person are requested to date, complete, sign and return 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.

DATED at Perth, Western Australia, this 7th day of October, 2024.

BY ORDER OF THE BOARD OF DIRECTORS OF THE COMPANY

"Graeme Sloan"

Graeme Sloan
Chairman