



GOLD BASIN RESOURCES CORPORATION

1020 - 800 West Pender Street
Vancouver, British Columbia, Canada, V6C 2V6
Telephone: 604-331-5093

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING

NOTICE IS HEREBY GIVEN that the annual general and special meeting (the "Meeting") of shareholders of Gold Basin Resources Corporation (the "Company") will be held at 320 Granville Street, Suite 880, Vancouver, British Columbia, Canada on Wednesday, May 29, 2024 at 10:00 a.m. (Pacific Time) for the following purposes:

1. to receive and consider the audited financial statements of the Company for the fiscal years ended December 31, 2022 and 2023, together with the independent auditor's report thereon;
2. to appoint Manning Elliott LLP, Chartered Professional Accountants, as auditor of the Corporation for the fiscal year ending December 31, 2024, and to authorize the directors to fix the auditor's remuneration, and to ratify and approve the appointment of, and remuneration paid to, Manning Elliott LLP, Chartered Professional Accountants, as auditor of the Corporation for the fiscal year ended December 31, 2023;
3. to fix the number of directors at four (4);
4. to elect the directors for the ensuing year;
5. to consider and, if thought advisable, to pass with or without variation, an ordinary resolution ratifying, confirming and approving the Company's Advance Notice Policy, as more particularly described in the accompanying management information circular;
6. to consider and, if thought advisable, to pass with or without variation, an ordinary resolution ratifying, confirming and approving the Company's 10% rolling Stock Option Plan; and
7. to transact such other business as may properly come before the Meeting or any adjournment or postponement thereof.

The details of all matters proposed to be put before shareholders at the Meeting are set forth in the management information circular accompanying this Notice of Meeting. At the Meeting, shareholders will be asked to approve each of the foregoing items.

The directors of the Company have fixed Monday, April 15, 2024, as the record date for the Meeting (the "Record Date"). Only shareholders of record at the close of business on the Record Date are entitled to vote at the Meeting or any adjournment or postponement thereof.

If you are a registered shareholder of the Company and unable to attend the Meeting in person, please exercise your right to vote by completing and returning the accompanying form of proxy and deposit it with TSX Trust Company. Proxies must be completed, dated, signed and returned to TSX Trust Company, at Suite 301 - 100 Adelaide Street West, Toronto, Ontario, Canada, M5H 4H1 by 10:00 a.m. (Pacific Time) on May 27, 2024, or if the Meeting is adjourned or postponed, not less than 48 hours (excluding Saturdays, Sundays and holidays) before the date to which the Meeting is adjourned or postponed. Fax votes can be sent to 1-416-595-9593 and Internet voting is also available at www.voteproxyonline.com.

Late proxies may be accepted or rejected by the Chairman of the Meeting at his discretion and the Chairman of the Meeting is under no obligation to accept or reject any particular late proxy. The Chairman of the Meeting may waive or extend the proxy cut-off without notice.

If you are a non-registered shareholder, please follow the instructions from your bank, broker or other financial intermediary for instructions on how to vote your shares.

The Company has elected to use the "notice-and-access" process that came into effect on February 11, 2013 under National Instrument 54-101 *Communications with Beneficial Owners of Securities of a Reporting Issuer* and National Instrument 51-102 *Continuous Disclosure Obligations* of the Canadian Securities Administrators, for distribution of the meeting materials to registered shareholders and non-registered shareholders as further set forth in the management information circular accompanying this Notice of Meeting.

Notice-and-access allows issuers to post electronic versions of meeting materials, including information circulars, annual financial statements and management discussion and analysis, online, via SEDAR+ and one other website, rather than mailing paper copies of such meeting materials to shareholders. Shareholders are reminded to view the meeting materials prior to voting. The Company will not be adopting stratification procedures in relation to the use of notice-and-access provisions.

DATED at Vancouver, British Columbia, this 15th day of April, 2024.

BY ORDER OF THE BOARD OF DIRECTORS

/s/ Colin Smith

Colin Smith
Chief Executive Officer