

STAR DIAMOND CORPORATION

NOTICE OF ANNUAL GENERAL & SPECIAL MEETING OF THE SHAREHOLDERS OF STAR DIAMOND CORPORATION

May 16, 2024

TAKE NOTICE THAT the Annual General & Special Meeting (the "Meeting") of the shareholders ("Shareholders") of **STAR DIAMOND CORPORATION** (the "Corporation") will be held at Delta Marriott Hotel, 405-20th Street East, Saskatoon, Saskatchewan, Canada on May 16, 2024 at 10:30 AM (Central Time) for the following purposes:

1. to receive the financial statements of the Corporation as at and for the year ended December 31, 2023 and the report of the auditors thereon and to receive the annual report for the year ended December 31, 2023;
2. to elect the directors of the Corporation for the ensuing year;
3. to appoint the auditors of the Corporation for the ensuing year and to authorize the directors of the Corporation to determine the remuneration to be paid to the auditors; and
4. to consider and, if deemed advisable, approve the continuation and recommendation of the Corporation's Stock Option Plan, Restricted Share Unit and Performance Share Unit Plan, and Deferred Share Unit Plan as more fully described in the information circular (the "Information Circular"); and
5. to transact such other business as may properly come before the Meeting.

This year, as described in the notice and access notification mailed to Shareholders of the Corporation, the Corporation has decided to deliver the Information Circular to Shareholders by posting the Information Circular online at: <http://www.stardiamondcorp.com/investors/agm/>.

The use of this alternative means of delivery is more environmentally friendly as it will help reduce paper use and it will also reduce the Corporation's printing and mailing costs. The Information Circular will be available on the above website as of April 1, 2024, and will remain on the website for one full year thereafter. The Information Circular will also be available on SEDAR+ at www.sedarplus.ca.

A Shareholder may attend the Meeting in person or may be represented at the meeting by proxy. To be valid, a properly executed form of proxy must be received by Odyssey Trust not less than 48 hours (excluding Saturdays, Sundays and holidays) prior to the time of the Meeting or any adjournment thereof. A person appointed as proxy holder need not be a shareholder of the Corporation. Please refer to the Information Circular for more information on how to vote at the Meeting.

Only Shareholders of record as at the close of business on April 1, 2024 are entitled to receive notice of the Meeting.

DATED at Saskatoon, Saskatchewan as of the 1st day of April 1, 2024.

BY ORDER OF THE BOARD OF DIRECTORS

"Ewan D. Mason"

Ewan Mason
Interim CEO