

STAR DIAMOND CORPORATION

NOTICE OF ANNUAL GENERAL & SPECIAL MEETING OF THE SHAREHOLDERS OF STAR DIAMOND CORPORATION May 30, 2023

TAKE NOTICE THAT the Annual General & Special Meeting (the "Meeting") of the shareholders ("Shareholders") of **STAR DIAMOND CORPORATION** (the "Corporation") will be held at the Delta Marriott Hotel, 405 – 20th Street East, Saskatoon, SK, Canada, on Tuesday, May 30, 2023 at 10:30 AM Central Standard Time for the following purposes:

1. to receive the financial statements of the Corporation as at and for the year ended December 31, 2022 and the report of the auditor thereon and to receive the annual report for the year ended December 31, 2022;
2. to elect the directors of the Corporation for the ensuing year;
3. to appoint the auditor of the Corporation for the ensuing year and to authorize the directors of the Corporation to determine the remuneration to be paid to the auditor;
4. to consider and, if deemed advisable, approve the continuation and the amendment and restatement of the Corporation's Shareholder Rights Plan as more fully described in 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 19, 2023, and will remain on the website for one full year thereafter. The Information Circular will also be available on SEDAR at www.sedar.com.

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 Computershare 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 March 31, 2023 are entitled to receive notice of the Meeting.

DATED at Saskatoon, Saskatchewan as of the 14th day of April, 2023.

BY ORDER OF THE BOARD OF DIRECTORS

"Ewan Mason"

Ewan Mason
Interim President and CEO