

THESIS GOLD INC.

NOTICE AND ACCESS NOTIFICATION TO SHAREHOLDERS

**ANNUAL GENERAL AND SPECIAL MEETING
OF SHAREHOLDERS TO BE HELD ON DECEMBER 2, 2025**

You are receiving this notification because Thesis Gold Inc. (the “**Company**”) has decided to use the notice-and-access model (“**Notice-and-Access**”) for the delivery of meeting materials to its shareholders in respect of its annual general and special meeting of shareholders to be held on December 2, 2025 (the “**Meeting**”).

Under Notice-and-Access, shareholders receive a proxy or voting instruction form (“**VIF**”), as applicable, enabling them to vote at the Meeting. However, instead of receiving paper copies of the Company’s notice of annual general meeting of shareholders and management information circular (the “**Circular**”, and collectively, the “**Meeting Materials**”), shareholders receive this notice with information on how they may access the Meeting Materials electronically.

Shareholders are reminded to review the Meeting Materials prior to voting.

Meeting Date and Location

Meeting Date and Time	December 2, 2025 at 9:00 a.m. (Pacific time)
Meeting Link:	https://teams.microsoft.com/meet/2550767806715?p=aot0OoE6qaS05PVhBW
Meeting ID:	255 076 780 671 5
Passcode:	Q2XK9Fu3
Dial-In:	+1 437-703-4595,,607773277#

Shareholders Will Be Asked to Vote on the Following Matters:

1. To fix the number of directors of the Company to six (6) and elect the directors the Company for the ensuing year. See the section entitled “*Election of Directors*” in the Circular.
2. To re-appoint Manning Elliott LLP, Chartered Professional Accountants, as auditors for the Company for the ensuing year and to authorize the directors of the Company to fix their remuneration and terms of their engagement. See “*Appointment of Auditor*” in the Circular.
3. To approve and ratify the renewal of the Company’s Omnibus Long-Term Incentive Plan. See “*Approval and Ratification Of Omnibus Long-Term Incentive Plan*” in the Circular.

Websites Where Meeting Materials Are Posted

Meeting Materials can be viewed online under the Company’s profile at www.sedarplus.ca or on the Company’s website, via the following link: <https://thesisgold.com/investors/>.

How to Obtain Paper Copies of the Meeting Materials

Shareholders may request paper copies of the Meeting Materials be sent to them by mail at no cost. Requests for paper copies must be received by November 19, 2025 in order to allow sufficient time for shareholders to receive the paper copy and return their proxy or VIF in advance

of the proxy deadline. Requests may be made for up to one year from the date the Meeting Materials were filed on SEDAR+.

For more information regarding Notice-and-Access or to request a paper copy of the Meeting Materials, you may contact the Company's transfer agent, Odyssey Trust Company, by phone at 1-888-290-1175 (toll-free within North America) or 1-587-885-0960 (direct from outside North America) or by email at shareholders@odysseytrust.com.

The Company is not using "stratification" and is sending this notice of its intention to employ Notice-and-Access to all registered and non-registered (beneficial) shareholders.

Voting

To vote your securities, please complete your proxies in accordance with the instructions set out in the enclosed proxy or VIF, as applicable, and return your proxies on or before 9:00 a.m. (Pacific time) on November 28, 2025.

Shareholders with questions about Notice-and-Access can call Odyssey Trust Company toll-free to 1-866-290-1175.