SYLLA GOLD CORP.
1550 Bedford Highway, Suite 802
Bedford, Nova Scotia B4A 1E6

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that an annual and special meeting (the "**Meeting**") of the shareholders of **Sylla Gold Corp.** (the "**Company**") will be held on **Tuesday, August 18, 2026**, at the hour of 3:00 p.m. (Atlantic time), at 1550 Bedford Highway, Suite 802, Bedford, Nova Scotia B4A 1E6, for the following purposes:

1. to receive and consider the audited consolidated financial statements of the Company for the years ended February 28, 2026 and 2025, and the report of the auditors thereon.

2. to elect the directors of the Company;

3. to appoint the auditors of the Company and to authorize the directors to fix their remuneration;

4. to approve and confirm the stock option plan of the Company; and

5. to transact such other business as may properly come before the Meeting or any adjournments or postponements thereof.

A shareholder wishing to be represented by proxy at the Meeting or any adjournment thereof must deposit his, her or its duly executed form of proxy with the Company's transfer agent and registrar, Computershare Investor Services Inc., at 320 Bay Street, 14th Floor, Toronto, ON M5H 4A6 not later than 3:00 p.m. (Atlantic time) on Friday, August 14, 2026, 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 so that as large a representation as possible may be had at the Meeting.

The board of directors of the Company has by resolution fixed the close of business on Monday, July 6, 2026, as the record date, being the date for the determination of the registered holders of common shares of the Company entitled to receive notice of, and to vote at, the Meeting and any adjournment thereof.

NOTICE-AND-ACCESS

Notice is also hereby given that the Company has decided to use the notice-and-access method of delivery of meeting materials for the Meeting for beneficial owners of common shares of the Company (the "**Non-Registered Holders**") and for registered shareholders. The notice-and-access method of delivery of meeting materials allows the Company to deliver the meeting materials over the internet in accordance with the notice-and-access rules adopted by the Ontario Securities Commission under National Instrument 54-101 – *Communication with Beneficial Owners of Securities of a Reporting Issuer*. Under the notice-and-access system, registered shareholders will receive a form of proxy and the Non-Registered Holders will receive a voting instruction form enabling them to vote at the Meeting. However, instead of a paper copy of the notice of Meeting, the management information circular, the audited consolidated financial statements of the Company for the years ended February 28, 2026 and 2025 and related management's discussion and analysis and other meeting materials (collectively the "**Meeting Materials**"), shareholders receive a notification with information on how they may access such materials electronically. The use of this alternative means of delivery is more environmentally friendly as it will help reduce paper use and will also reduce the cost of printing and mailing the 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.

Websites Where Meeting Materials Are Posted:

Meeting Materials can be viewed online under the Company's profile on SEDAR+ at www.sedarplus.ca or on the website of the Company at https://www.envisionreports.com/Sylla2026. The Meeting Materials will remain posted on the Company's website at least until the date that is one year after the date the Meeting Materials were posted.

How to Obtain Paper Copies of the Meeting Materials

Shareholders may request that paper copies of the Meeting Materials be sent to them by mail at no cost to them. Requests may be made using the control number that appears on your enclosed form of proxy or Voting Instruction Form. To ensure you receive the Meeting Materials in advance of the proxy deposit deadline and the Meeting, all requests must be received no later than August 8, 2026. If you request the current Meeting Materials, please note that another form of proxy or Voting Instruction Form will not be sent; please retain your current one for voting purposes. For holders with a 15-digit control number (Registered Shareholders): request materials by calling toll free, within North America, 1-866-962-0498, or direct, from outside North America, (514) 982-8716, and entering your control number. For holders with a 16-digit control number (Non-Registered Holders): request materials by calling toll free, within North America, 1-877-907-7643, or direct, from outside North America, 1-303-562-9305, and entering your control number. To obtain paper copies of the Meeting Materials after the Meeting date, please contact the Company at 902-233-4381. If you have questions concerning notice-and-access, please call Computershare toll free at 1-866-964-0492 or visit www.computershare.com/noticeandaccess.

The accompanying management information circular provides additional detailed information relating to the matters to be dealt with at the Meeting and is supplemental to, and expressly made a part of, this notice of annual and special meeting. Additional information about the Company and its financial statements are also available on the Company's profile on SEDAR+ at www.sedarplus.ca.

DATED this 8th day of July, 2026.

BY ORDER OF THE BOARD

"Regan Isenor" (signed)

President, Chief Executive Officer and Director