STEPPE GOLD LTD.

NOTICE OF SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the special meeting (the "**Meeting**") of shareholders of Steppe Gold Ltd. ("**Steppe**" or the "**Corporation**") will be held at Suite 902, 18 King St. East, Toronto, Ontario on Friday, the 23rd day of August, 2019 at the hour of 10:00 a.m. (Toronto time), for the following purposes:

1. to consider, and if deemed advisable, to pass with or without variation, an ordinary resolution approving the private placement of unsecured convertible debentures;
2. to consider, and if deemed advisable, to pass with or without variation, an ordinary resolution removing Lewis Marks as a director of the Corporation;
3. to elect a director; and
4. to transact such further or other business as may properly come before the Meeting or any adjournment or adjournments thereof.

Accompanying this notice is the Circular and a form of proxy. The accompanying Circular provides information relating to the matters to be addressed at the meeting and is incorporated into this Notice.

Shareholders are entitled to vote at the Meeting either in person or by proxy in accordance with the procedures described in the Circular accompanying this Notice. Those who are unable to attend the meeting are requested to read, complete, sign and mail the enclosed form of proxy in accordance with the instructions set out in the proxy and in the Circular accompanying this Notice.

DATED at Toronto, Ontario, this 22nd day of July, 2019.

BY ORDER OF THE BOARD OF DIRECTORS

(*signed*) "Matthew Wood"

Matthew Wood
Chairman