

KOULOU GOLD CORP.

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that an annual general meeting (the “**Meeting**”) of the shareholders of Koulou Gold Corp. (the “**Company**”) will be held on Friday, December 13, 2024 at 9:00 am at Suite 1570-1111 West Georgia Street, Vancouver, B.C., V6E 4M3. At the Meeting, the shareholders will receive the financial statements for the years ended December 31, 2023, together with the auditor’s report thereon, and will consider resolutions to:

1. set the number of and elect directors for the ensuing year;
2. appoint Davidson & Company LLP, Chartered Professional Accountants, as auditor of the Company for the ensuing year and authorize the directors to determine the remuneration to be paid to the auditor;
3. consider, and if deemed appropriate, to pass an ordinary resolution, ratifying and approving amendments to the Company’s Share Compensation Plan to become a fixed 20% plan reserving up to 15,598,002 common shares for issuance upon the exercise or vesting of share compensation awards, a copy of which will be presented at and may be requested from the Company at any time prior to the Meeting; and
4. transact such other business as may properly be put before the Meeting.

All shareholders are entitled to attend and vote at the Meeting in person or by proxy. The Company’s board of directors (the “**Board**”) requests that all shareholders who will not be attending the Meeting in person read, date and sign the accompanying proxy and deliver it to the Company’s legal counsel at Armstrong Simpson, Suite 830-999 West Broadway, Vancouver, B.C., V5Z 1K5, email: shartman@armlaw.com by mail or by scanned email. If a shareholder does not deliver a proxy by 9:00 a.m. (Vancouver, British Columbia time) on Wednesday, December 11, 2024 (or before 48 hours, excluding Saturdays, Sundays and holidays before any adjournment of the meeting at which the proxy is to be used) then the shareholder will not be entitled to vote at the Meeting by proxy. Only shareholders of record at the close of business on December 2, 2024 will be entitled to vote at the Meeting.

A form of proxy accompanies this notice.

DATED at Vancouver, British Columbia, the 2nd day of December 2024.

ON BEHALF OF THE BOARD

(signed) “*Alex Ruggieri*”

Alex Ruggieri
Chief Executive Officer