ST ANDREW GOLDFIELDS LTD.

NOTICE OF SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the special meeting of shareholders (the "**Meeting**") of St Andrew Goldfields Ltd. (the "**Company**" or "**St Andrew**") will be held at the offices of McMillan LLP, Brookfield Place, 181 Bay Street, Suite 4400, Toronto, Ontario, Canada M5J 2T3 on January 19, 2016 at 11:00 a.m. (Toronto time) for the following purposes:

(a) to consider and, if deemed appropriate, to pass, with or without variation, a special resolution approving a plan of arrangement pursuant to Section 182 of the *Business Corporations Act* (Ontario) involving St Andrew and Kirkland Lake Gold Inc. ("**Kirkland**"), pursuant to which, among other things, Kirkland will acquire all of the common shares of St Andrew ("**St Andrew Shares**") and the shareholders of St Andrew will receive, for each common share of St Andrew, 0.0906 of one common share of Kirkland, all as more particularly described in the accompanying management information circular (the "**Circular**"); and

(b) to transact such other business as may properly come before the Meeting or any adjournment thereof.

The Circular provides additional information relating to the matters to be dealt with at the Meeting.

The close of business on December 14, 2015 has been fixed as the record date, being the date for the determination of the registered holders of St Andrew Shares entitled to receive notice of and to vote at the Meeting and any adjournment thereof.

Shareholders who are unable to attend the Meeting are requested to complete, date, sign and return the enclosed form of proxy so that as large a representation as possible may be had at the Meeting.

If you are a registered holder of St Andrew Shares (a "**Registered Shareholder**"), whether or not you plan to attend the Meeting in person, please vote by completing the enclosed form of proxy and returning it in the envelope provided for this purpose, or by following the procedures for internet, telephone or facsimile voting provided in the accompanying Circular, by no later than 11:00 a.m. (Toronto time) on January 15, 2016, or no later than 48 hours (excluding Saturdays, Sundays and holidays) before the time of any adjourned Meeting. Registered Shareholders can submit their proxies (a) by delivering the completed proxy using the pre-addressed envelope provided for this purpose; (b) over the internet by going to www.investorvote.com and following the instructions provided; (c) by telephone, by calling 1-866-732-VOTE (8683) (toll free within North America) or 312-588-4290 (International) and following the instructions provided; or (d) by facsimile to St Andrew, c/o Computershare Trust Company of Canada, at **1**-866-249-7775 (toll free within North America) or (416) 263-9524 (direct).

DATED at Toronto, Ontario, on December 15, 2015.

By Order of the Board of Directors

"*Duncan Middlemiss*"

Duncan Middlemiss
President and Chief Executive Officer