

ATACAMA COPPER CORPORATION

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN THAT the annual general and special meeting (the “**Meeting**”) of the holders (the “**Shareholders**”) of common shares (the “**Common Shares**”) in the capital of Atacama Copper Corporation (the “**Corporation**” or “**Atacama**”) will be held at the offices of Borden Ladner Gervais LLP, located at Centennial Place, East Tower, 1900, 520 – 3rd Ave. SW, Calgary, AB, Canada T2P 0R3, on December 22, 2023, at the hour of 1:00 p.m. (Calgary time), for the following purposes:

1. to receive and consider the audited consolidated financial statements of the Corporation for the year ended December 31, 2022, together with the auditor’s report thereon;
2. to fix the board of directors of the Corporation at five (5) members;
3. to elect the directors of the Corporation for the ensuing year, all as more particularly described in the accompanying management information circular prepared for the purposes of the Meeting (the “**Information Circular**”);
4. to approve the appointment of Davidson & Company LLP, as the auditors of the Corporation until the earlier of the close of the next annual meeting of Shareholders or their earlier resignation or replacement, and to authorize the directors of the Corporation to set their remuneration;
5. to consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution approving the Corporation’s existing long term incentive plan, a copy of which is attached hereto as Schedule “A”;
6. to consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution approving a shares-for-debt transaction, the full text of which is set forth in the Information Circular, to approve the issuance of up to 1,296,296 common shares of the Corporation to certain officers of the Corporation, for unpaid salaries pursuant to their respective executive employment agreements; and
7. to transact such other business as may properly be brought before the Meeting, or any adjournment or postponement thereof.

Terms not defined herein are defined in the accompanying Information Circular. The Information Circular provides additional information relating to the matters to be dealt with at the Meeting and forms part of this Notice of Annual General and Special Meeting of Shareholders.

Only persons registered as Shareholders of the Corporation as of the close of business on November 16, 2023 (the “**Record Date**”), are entitled to receive notice of the Meeting or any adjournment or adjournments thereof and to vote thereat unless, after the Record Date, a Shareholder transfers his Common Shares and the transferee not later than ten (10) days before the Meeting, produces properly endorsed certificates evidencing such Common Shares or otherwise establishes that he owns such Common Shares and requests that the transferee’s name be included in the list of Shareholders entitled to vote, in which case such transferee shall be entitled to vote such Common Shares at the Meeting. **Shareholders may vote in person at the Meeting or any adjournment or adjournments thereof, or they may appoint another person or company (who need not be a Shareholder) as their proxy to attend and vote in their place. Shareholders who are unable to attend the Meeting in person are requested to date, sign and return the accompanying Instrument of Proxy for use at the Meeting or any adjournment or postponement thereof.** To be valid, proxies must be received by TSX Trust Company, by mail at 301-100 Adelaide Street West, Toronto, Ontario, M5H 4H1, Attention: Proxy Department, or by email at tsxtrustproxyvoting@tmx.com, not later than forty-eight (48) hours (excluding Saturdays, Sundays and holidays) before the Meeting.

DATED as of the 16th day of November, 2023.

BY ORDER OF THE BOARD OF DIRECTORS

Per: “Tim Warman”
Tim Warman
Chief Executive Officer