



Notice of Availability of Proxy Materials for Pan Andean Minerals Ltd.'s Annual and Special Meeting

Meeting Date and Time: Friday, December 14, 2018 at 10:00 a.m. (local time)

Location: Suite 520, 800 West Pender Street, Vancouver, British Columbia

Please be advised that the proxy materials for the above noted security holder meeting are available for viewing and downloading online. This document provides an overview of these materials, but you are reminded to access and review the information circular and other proxy materials available online prior to voting. These materials are available at:

<http://www.panandeanminerals.com>

OR

www.sedar.com

Obtaining Paper Copies of the Proxy Materials

Securityholders may request to receive paper copies of the proxy materials related to the above referenced meeting by mail at no cost. Requests for paper copies may be made by contacting:

Toll Free Within North America: 1 (888) 290-1175

Direct from outside of North America: (778) 819-1184

Notice of Meeting

The resolutions to be voted on at the meeting, described in detail in the Management Information Circular, are as follows:

1. To receive and consider the audited consolidated financial statements of the Company for the years ending February 28, 2017 and February 28, 2018 together with the report of the auditors therein.
2. To appoint De Visser Gray, LLP, Chartered Accountants, as auditors of the Company for the ensuing year and to authorize the directors to approve the remuneration to be paid to the auditor.

3. To set the number of directors for the ensuing year at five.
4. To elect directors for the ensuing year.
5. To approve the issuance of common shares in settlement of debt.
6. To transact such other business as may properly come before the Meeting.

Voting

To vote your securities, please refer to the instructions on the enclosed Proxy or Voting Instruction Form. Your Proxy or Voting Instruction Form must be received by 10:00am (local time on Wednesday December 12, 2018).

Stratification

The Issuer is providing paper copies of its Management Information Circular only to those registered shareholders and beneficial shareholders that have previously requested to receive paper materials.

Annual Financial Statements

The Issuer is providing paper copies or emailing electronic copies of its annual financial statements to registered shareholders and beneficial shareholders that have opted to receive annual financial statements and have indicated a preference for either delivery method.