

FIRST ANDES SILVER LTD.

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

TO BE HELD ON JUNE 27, 2024

AND

INFORMATION CIRCULAR

MAY 28, 2024

This document requires immediate attention. If you are in doubt as to how to deal with the documents or matters referred to in this Information Circular, you should immediately contact your advisor.

FIRST ANDES SILVER LTD.

1100 – 1199 West Hastings Street
Vancouver, BC V6E 3T5

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

TO THE SHAREHOLDERS:

NOTICE IS HEREBY GIVEN that the annual general meeting of the shareholders of First Andes Silver Ltd. (the “Company”) will be held via teleconference on June 27, 2024 at 10:00 a.m. (PDT) for the following purposes:

1. to set the number of directors at four (4) persons;
2. to elect Jacob Garland, David Greig Hutton, Charles Hethey and Patrick Hickey as directors for the ensuing year;
3. to appoint Manning Elliott LLP, Chartered Professional Accountants, as the auditors of the Company for the ensuing year and to authorize the directors to fix the remuneration to be paid to the auditors;
4. to consider, and if thought fit, to pass an ordinary resolution approving and ratifying the Company’s 10% rolling stock option plan as more particularly described in the accompanying Information Circular;
5. to consider, and if thought fit, to pass an ordinary resolution approving and ratifying the Company’s equity incentive compensation plan as more particularly described in the accompanying Information Circular;
6. to receive the audited financial statements of the Company for the financial year ended February 28, 2023; and
7. to transact such other business as may be properly brought before the Meeting or any adjournment thereof.

All shareholders are entitled to attend and vote at the meeting in person or by proxy. The 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 mail it to Olympia Trust Company, Attn: Proxy Department, PO Box 128, STN M Calgary, AB T2P 2H6 by mail, or fax to (403) 669-8307 by 10:00 a.m. (PDT) on June 25, 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 May 23, 2024, will be entitled to vote at the Meeting.

An information circular and a form of proxy accompany this notice.

DATED at Vancouver, British Columbia, the 28th day of May, 2024.

By Order of the Board of

FIRST ANDES SILVER LTD.

“Jacob Garland”

Jacob Garland
Chief Executive Officer