



**LUCA MINING CORP.**

**NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS**

**NOTICE** is given that the Annual General Meeting of Shareholders (the “**Meeting**”) of Luca Mining Corp. (the “**Company**”) will be held at Bentall 5, 550 Burrard Street, Suite 2501, Vancouver, BC V6C 2B5, on October 30, 2023 at 10:30 a.m. (Vancouver time) for the following purposes:

1. To receive the Company’s audited financial statements for the financial year ended December 31, 2022 and the auditor’s report thereon;
2. To fix the number of directors for the ensuing year at eight and to elect directors for the ensuing year;
3. To appoint Grant Thornton LLP, Chartered Professional Accountants, as the Company’s auditor for the ensuing fiscal year and to authorize the directors to set the auditor’s remuneration;
4. To approve and adopt, by ordinary resolution, the Omnibus Equity Incentive Plan, as more particularly described in the accompanying Information Circular; and
5. To transact such other business as may be brought before the Meeting or any adjournment thereof.

all as more particularly set out in the attached Information Circular. The form of proxy accompanies this Notice. The Information Circular provides additional information relating to the matters to be dealt with at the Meeting and is deemed to form part of this Notice.

The Directors have fixed the close of business on September 25, 2023 as the record date for determination of shareholders entitled to notice of and the right to vote at the Meeting either in person or by proxy. A shareholder who is unable to attend the Meeting in person and who wishes to ensure that their shares will be voted at the Meeting, is requested to complete, date and execute the enclosed form of Proxy and deliver it to the Company’s transfer agent: COMPUTERSHARE INVESTOR SERVICES INC., Proxy Dept., 100 University Avenue, 8<sup>th</sup> Floor, Toronto, Ontario M5J 2Y1, FACSIMILE (within North America) 1-866-249-7775 (outside North America) (416) 263-9524, by fax, hand or by mail in accordance with the instructions set out in the form of Proxy and Management Information Circular.

DATED at Vancouver, British Columbia, this 25<sup>th</sup> day of September, 2023.

**ON BEHALF OF THE BOARD OF DIRECTORS**

*“Mike Struthers”*

Mike Struthers  
CEO and Director