

ZINCORE METALS INC



#202, 5626 Larch Street
Vancouver, BC V6M 4E1

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

August 8, 2019

NOTICE IS HEREBY GIVEN that the annual general and special meeting (the "**Meeting**") of the shareholders of Zincore Metals Inc. (the "**Company**") will be held at 10th Floor 595 Howe Street, Vancouver, British Columbia V6C 2T5 on Thursday, September 5, 2019 at 10:00 a.m. Pacific Time for the following purposes, as more fully set forth in the accompanying management information circular (the "**Information Circular**"):

1. to receive and consider the audited consolidated financial statements of the Company for the fiscal years ended December 31, 2015, 2016, 2017 and 2018 and the auditors' report thereon;
2. to elect directors of the Company for the ensuing year;
3. to elect, conditional on and effective following the completion of the Company's proposed reverse take-over transaction (the "**Transaction**") with Mines & Metals Trading (Peru) PLC, ("**MMTP**"), the nominees of MMTP specified in the accompanying Information Circular as directors of the resulting issuer following the completion of the Transaction for the ensuing year;
4. to appoint MNP LLP as the Company's auditors for the ensuing fiscal year and to authorize the directors of the Company to fix their remuneration;
5. to consider and, if deemed appropriate, approve by ordinary resolution the Company's 10% rolling stock option plan;
6. to consider and, if deemed advisable, to approve, with or without variation, the resolution approving the Company's debt settlement with Jorge Benavides; and
7. to transact such other business as may properly come before the Meeting or any adjournment thereof.

The Information Circular provides additional information relating to the matters to be dealt with at the Meeting and is supplemental to, and expressly made a part of, this Notice of Meeting.

The board of directors of the Company has fixed July 30, 2019 as the record date (the "**Record Date**") for the determination of shareholders entitled to notice of and to vote at the Meeting and at any adjournment or postponement thereof. Each registered shareholder at the close of business on the Record Date is entitled to such notice and to vote at the Meeting in the circumstances set out in the accompanying Information Circular.

If you are a registered shareholder of the Company and unable to attend the Meeting in person, please complete, date and sign the accompanying form of proxy and deposit it with the Company's transfer agent, Computershare Investor Services Inc., Attention: Proxy Department, 9th Floor, 100 University Avenue, Toronto, Ontario, M5J 2Y1, at least 48 hours (excluding Saturdays, Sundays and holidays recognized in the Province of British Columbia) before the time and date of the Meeting or any adjournment or postponement thereof.

If you are a non-registered shareholder of the Company and received this Notice of Meeting and accompanying materials through a broker, a financial institution, a participant, a trustee or administrator of a self-administered retirement savings plan, retirement income fund, education savings plan or other similar self-administered savings or investment plan registered under the *Income Tax Act* (Canada), or a nominee of any of the foregoing that holds your security on your behalf (the "**Intermediary**"), please complete and return the materials in accordance with the instructions provided to you by your Intermediary.

DATED at Vancouver, British Columbia, this 8th day of August, 2019.

BY ORDER OF THE BOARD OF DIRECTORS

ZINCORE METALS INC.

Per: "Jorge Benavides"
Jorge Benavides
President and CEO

PLEASE VOTE. YOUR VOTE IS IMPORTANT. WHETHER OR NOT YOU EXPECT TO ATTEND THE MEETING, PLEASE COMPLETE, SIGN AND DATE THE ENCLOSED PROXY FORM AND PROMPTLY RETURN IT IN THE ENVELOPE PROVIDED.