



Suite 880 – 580 Hornby Street
Vancouver, BC V6C 3B6 Canada
Phone +1.604.806.0626 Fax +1.604.684.0642
www.losandescopper.com

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

TAKE NOTICE that the 2022 Annual General and Special Meeting (the "**Meeting**") of the Shareholders of Los Andes Copper Ltd. (the "**Company**") will be held at 1700 – 666 Burrard Street, Vancouver, British Columbia, V6C 2X8 on Friday, July 22, 2022, at 10:00 a.m. (Pacific Time) for the following purposes:

1. to receive and consider the audited consolidated financial statements of the Company for the financial year ended September 30, 2021 together with the report of the auditors of the Company thereon;
2. to fix the number of directors of the Company at six and to elect the directors until the next annual general meeting or until their successors are duly elected or appointed;
3. to re-appoint DeVisser Gray LLP, Chartered Professional Accountants, of Vancouver, British Columbia, as the auditors for the ensuing year and to authorize the directors to fix the remuneration of the auditors;
4. to consider, and if thought advisable, to pass, with or without variation, an ordinary resolution approving the Company's new stock option plan, as more particularly described in the management information circular (the "**Information Circular**");
5. to consider, and if thought advisable, to pass, with or without variation, an ordinary resolution approving the Company's new restricted share unit plan, as more particularly described in the Information Circular; and
6. to transact any other business that may properly come before the Meeting and any adjournment and postponement thereof.

Accompanying this notice of meeting (the "**Notice**") are (i) the Information Circular; (ii) a form of proxy or voting instruction form; and (iii) a financial statement request form. The accompanying Information Circular provides information relating to the matters to be addressed at the Meeting and is incorporated into this Notice.

The board of directors of the Company has fixed May 31, 2022 as the record date for determining the Company Shareholders entitled to receive notice and vote at the Meeting.

Beneficial Shareholders (as defined in the Information Circular) who have not appointed themselves as proxyholders can attend the Meeting but will not be able to participate, vote or submit questions during the Meeting. Beneficial Shareholders who receive these materials through their broker or other

intermediary should carefully follow the instructions provided by their broker or intermediary and the instructions set out in the Information Circular under the heading “General Proxy Information”.

A Shareholder entitled to attend and vote at the Meeting is entitled to appoint a proxyholder to attend and vote in such Shareholder’s stead. If you are unable to attend the Meeting or any adjournment or postponement thereof, please read the notes (the “**Notes**”) accompanying the form of proxy enclosed herewith and then complete and return the proxy within the time set out in the Notes. The enclosed form of proxy is solicited by management but, as set out in the Notes, you may amend it if you so desire by striking out the names listed therein and inserting in the space provided the name of the person you wish to represent you at the Meeting. Please advise the Company of any change in your address.

DATED at Vancouver, British Columbia, on this 21st day of June, 2022.

**BY ORDER OF THE BOARD OF DIRECTORS OF
LOS ANDES COPPER LTD.**

"Michael Jones"

Michael Jones
President & CEO