



## NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

NOTICE is hereby given that an annual general meeting (the “**Meeting**”) of the shareholders (the “**Shareholders**”) of Cordoba Minerals Corp. (“**Cordoba**” or the “**Company**”) will be held virtually using the details located below on Wednesday, September 13, 2023 at 11:00 a.m. (Pacific Time) for the following purposes:

1. to receive and consider the audited financial statements of the Company for the financial year ended December 31, 2022, together with the report of the auditors thereon;
2. to set the number of directors at five (5) for the forthcoming year;
3. to elect five (5) directors for the forthcoming year;
4. to re-appoint Deloitte LLP as auditors for the ensuing year and to authorize the directors to fix their remuneration;
5. to consider, and if deemed advisable, to pass, with or without variation, an ordinary resolution re-approving the Company’s stock option plan (the “**Stock Option Plan**”), as more particularly described in the accompanying management information circular of the Company dated August 2<sup>nd</sup>, 2023 (the “**Circular**”); and
6. to transact any other business as may properly be brought before the Meeting.

The board of directors of the Company (the “**Board**”) has fixed the close of business on August 1, 2023 as the record date, being the date for the determination of the registered holders of common shares in the capital of the Company (the “**Cordoba Shares**”) entitled to receive notice of, and to vote at the Meeting and any adjournment or postponement thereof.

The Company will be hosting the Meeting in virtual format. In order to streamline the virtual Meeting process, the Company encourages Shareholders to vote in advance of the Meeting using the form of proxy or voting instruction form provided to them with the Meeting materials. Registered Shareholders and duly appointed proxyholders will be able to attend, participate and vote at the virtual Meeting by calling the number below and instructions will be provided as to how Shareholders entitled to vote at the Meeting may participate and vote at the Meeting. Registered Shareholders and duly appointed proxyholders will not be able to vote at the Meeting through the webcast link provided below. Beneficial Shareholders who have not duly appointed themselves will be able to attend the virtual Meeting as guests, but guests will not be able to vote or ask questions at the Meeting.

Participant Access: 1-877-407-2991 (toll free number) or 1-201-389-0925 (toll number)

Live audio webcast: <https://event.choruscall.com/mediaframe/webcast.html?webcastid=XWp4ldRe>

Meeting Number: 13738281

We encourage you to complete and return the enclosed form of proxy indicating your voting instructions. Please complete, date and sign your form of proxy and return it to Computershare Trust Company of Canada, attention: Proxy Tabulation Unit, 8th Floor, 100 University Avenue, Toronto, Ontario, Canada M5J 2Y1 (facsimile numbers: within North America 1-866-249-7775; outside North America 1-416-263-9524) – or vote by telephone or through the internet following the instructions on the form of proxy. To be valid, a completed form of proxy must be received by our transfer agent by no later than 11:00 am (Pacific Time) on Monday, September 11, 2023 or, if the Meeting is adjourned, by no later than 48 hours (excluding Saturdays, Sundays and holidays) prior to the time of the adjourned meeting.

**INSTRUCTIONS FOR ATTENDING THE WEBCAST:** To ensure technical success, we encourage Shareholders to sign into the webcast 15 minutes before the scheduled start time to review and test the connection to the webcast. This also works from any mobile device. Please connect to the webcast using the following link: <http://iqueue.iqconferencecall.com/>. The meeting numbers is: 13738281. If you do not

hear sound, please check that your speakers are on, your computer audio is not set on mute and the volume is turned up. If the audio webcast is interrupted please try closing all other browsers, tabs and programs on your computer and only have the webcast open.

### **Notice-and-Access**

The Company is utilizing the notice-and-access mechanism (the “**Notice-and-Access Provisions**”) under National Instrument 54-101 – *Communication with Beneficial Owners of Securities of a Reporting Issuer* and National Instrument 51-102 – *Continuous Disclosure Obligations*, for distribution of proxy-related materials to registered and beneficial Shareholders.

The Notice-and-Access Provisions are a set of rules that allow reporting issuers to post electronic versions of proxy-related materials (including management information circulars), financial statements of the Company and related management discussion and analysis (“**MD&A**”) via the System for Electronic Document Analysis and Retrieval (“**SEDAR**”) and one other website, rather than mailing paper copies of such materials to shareholders.

Electronic copies of the Company’s Notice of Annual General Meeting, the Circular, the audited financial statements of the Company for the financial year ended December 31, 2022, together with the report of the auditors thereon, and the related MD&A may be found on the Company’s SEDAR profile or on the Company’s website at [www.cordobaminerals.com](http://www.cordobaminerals.com). Shareholders may request a paper copy of the Circular and the above noted documents be sent to them by contacting the Company as set out under Part 1 – Voting – Notice-and-Access in the accompanying Circular.

**Please see *Part 1 – Voting – Notice-and-Access* in the accompanying Circular.**

**SHAREHOLDERS ARE REMINDED TO REVIEW THE CIRCULAR BEFORE VOTING.**

DATED at Vancouver, Canada as of the 2<sup>nd</sup> day of August, 2023.

**BY ORDER OF THE BOARD OF DIRECTORS OF CORDOBA MINERALS CORP.**

*“Sarah Armstrong-Montoya”*

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**Sarah Armstrong-Montoya**  
President and Chief Executive Officer

*“Pamela Deveau”*

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**Pamela Deveau**  
Corporate Secretary