



NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

The annual general meeting of Shareholders of **Kincora Copper Limited** (the “Company”) will be held at Shangri-La Hotel, 19 Olympic Street, Sukhbaatar District-1, Ulaanbaatar 14241 on Thursday, September 26th, 2019 at 7:30 AM., local time (ULAT), (the “Meeting”) for the following purposes:

1. To set the number of directors at five;
2. To elect directors of the Company for the ensuing year;
3. To appoint Dale Matheson Carr-Hilton Labonte LLP, as the auditors of the Company for the ensuing year;
4. To re-approve the 10% rolling stock option plan;
5. To approve the deemed re-pricing of Directors’ stock options as described in the Company’s Information Circular
6. To approve the one-off Share Award to President and CEO, Sam Spring, as described in the Company’s Information Circular;
7. To approve the updated shares for service agreement, as described in the Company’s Information Circular; and
8. To transact such other business as may properly come before the Meeting.

The Board of Directors has fixed Monday, August 21st, 2019 as the record date for determining the shareholders entitled to receive notice of and vote at the Meeting. Shareholders unable to attend the meeting in person are requested to read the enclosed Information Circular and Proxy (or Voting Instruction Form, a “VIF”) and then complete and deposit the Proxy or VIF in accordance with its instructions. Unregistered shareholders must deliver their complete Proxy or VIF in accordance with the instructions given by their financial institution or other intermediary that forwarded it to them.

DATED at Vancouver, British Columbia, this 27th day of August, 2019.

BY ORDER OF THE BOARD

Jonathan (Sam) Spring
President & Chief Executive Officer