

DAURA CAPITAL CORP.

501 – 543 Granville Street, Vancouver BC, V6C 1X8 Canada

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the annual and special meeting (the “**Meeting**”) of the shareholders of Daura Capital Corp. (the “**Company**”) will be held via live video conference on Wednesday, December 8, 2021 (the “**Meeting Date**”) at 10:00 a.m. (PST) for the following purposes:

1. to receive the audited financial statements of the Company for the financial year ended December 31, 2020 together with the auditor’s report thereon;
2. to appoint Davidson & Company LLP as the auditors of the Company for the ensuing year and to authorize the directors to fix the remuneration to be paid to the auditors;
3. to fix the number of directors of the Company at:
 - (a) if the Company has completed its Qualifying Transaction prior to the Meeting Date, five (5) directors, or
 - (b) if the Company has not completed its Qualifying Transaction prior to the Meeting Date, three (3) directors, provided that, upon completion of the Qualifying Transaction, the number of directors of the Company be increased to five (5) directors;
4. to elect directors for the ensuing year, with the election of Raul Ernesto Lima Osorio and Luis Saenz being conditional upon and effective as of the completion of the Company’s Qualifying Transaction;
5. to consider, and if thought fit, to pass an ordinary resolution approving and ratifying the Company’s 10% rolling stock option plan as more particularly described in the accompanying Information Circular;
6. to consider and, if deemed appropriate, pass a resolution to approve the removal of the consequences to the Company of failing to complete a Qualifying Transaction within 24 months of the Company’s date of listing on the TSX Venture Exchange as a capital pool company (the “**QT Deadline Amendments**”) as more particularly described in the accompanying Information Circular, provided that, if prior to the Meeting Date (i) the Company has completed its Qualifying Transaction, or (ii) the QT Deadline Amendments have been approved by written consent of the Company’s shareholders, the QT Amendments will not be brought before the Meeting.;
7. to consider and, if deemed appropriate, pass a resolution to approve amendments to the escrow release conditions and certain other provisions of the Company’s CPC Escrow Agreement (the “**CPC Escrow Amendments**”) as more particularly described in the accompanying Information Circular, provided that, if prior to the Meeting Date, the CPC Escrow Amendments have been approved by written consent of the Company’s shareholders, the CPC Escrow Amendments will not be brought before the Meeting; and
8. to transact such other business as may be properly brought before the Meeting or any adjournment thereof.

All shareholders are entitled to attend and vote at the Meeting in person or by proxy. The Board of Directors (the “**Board**”) requests that all shareholders who will not be attending the Meeting in person read, date and sign the accompanying proxy and deliver it to Computershare Investor Services Inc. (“**Computershare**”), Attention: Proxy Department, 100 University Avenue, 9th Floor, Toronto, Ontario, M5J 2Y1, by 10:00 a.m. (Vancouver, British Columbia time) on **December 6, 2021** (or before 48 hours, excluding Saturdays, Sundays and holidays before any adjournment of the meeting at which the proxy is to be used) then the shareholder will not be entitled to vote at the Meeting by proxy. Only shareholders of record at the close of business on **Friday, October 29, 2021** will be entitled to vote at the Meeting.

In light of ongoing concerns related to the spread of COVID-19 and in order to mitigate potential risks to the health and safety of the Company’s shareholders, employees and other stakeholders, the Company is conducting the Meeting via Zoom live video conference. Persons wishing to attend the Meeting will be required to pre-register for the Meeting at the link set forth below. Once you have pre-registered for the Meeting, you will receive an email providing access details for the Meeting. Pre-registration is being required to ensure that only eligible shareholders and proxyholders are permitted to vote, and to ensure the proper counting of those votes.

Pre-registration link: <https://us02web.zoom.us/meeting/register/tZAsdu6uqzIqGtTJ0xlchcS7NoRNmD7kcCMD>

If you are a non-registered holder of Common Shares and received these materials through your broker or through another intermediary, please complete and return the form of proxy or voting instruction form, as the case may be, provided to you in accordance with the instructions provided by your broker or intermediary.

An information circular and a form of proxy accompany this notice.

DATED at Vancouver, British Columbia, the 12th day of November, 2021.

ON BEHALF OF THE BOARD

/s/ William Tsang

William Tsang
Chief Financial Officer