



**NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING
AND MANAGEMENT INFORMATION CIRCULAR**

Date and Time: September 7, 2017 at 11:00 a.m. (PST)

Place: 1166 Alberni Street
Boardroom #402
Vancouver, British Columbia

AUGUST 3, 2017



NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

TAKE NOTICE that the annual general and special meeting (the “**Meeting**”) of shareholders of Candelaria Mining Corp. (the “**Company**”) will be held at Suite #402 – 1166 Alberni Street, Vancouver, British Columbia, V6E 3Z3 on: **Thursday, September 7, 2017** at 11:00 a.m. (Vancouver time) for the following purposes:

1. to receive and consider the annual financial statements of the Company for the fiscal year ended April 30, 2017, together with the report of the auditors thereon;
2. to fix the number of directors at seven (7);
3. to elect directors of the Company for the ensuing year;
4. to appoint Grant Thornton LLP, Chartered Professional Accountants, as auditors of the Company for the ensuing year and to authorize the directors to fix the remuneration to be paid to the auditor;
5. to consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution, to approve the Company’s stock option plan, as more particularly described in the accompanying management information circular (the “**Information Circular**”);
6. to consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution, to approve the Company’s Restricted Share Unit plan, as more particularly described in the accompanying Information Circular; and
7. to consider and, if deemed appropriate, pass, with or without variation, a resolution to approve the creation of a new “Control Person” (as that term is defined in the policies of the TSX Venture Exchange) of the Company, as described in the accompanying Information Circular; and
8. to transact any other business which may properly come before the Meeting, or any adjournment thereof.

The Board has fixed the close of business (Vancouver time) on Thursday, August 3, 2017 as the record date for the Meeting. Only Shareholders of record at the close of business on the record date are entitled to receive notice of and to vote at the Meeting. Registered Shareholders who are unable to attend the Meeting are requested to complete, sign, date and return the enclosed form of proxy in accordance with the instructions set out therein and in the Circular accompanying this notice of meeting. To be valid, completed proxy forms must be dated, completed, signed and deposited with our transfer agent, Computershare Investor Services Inc.: (i) by mail using the enclosed return envelope or one addressed to Computershare Investor Services Inc., Proxy Department, 135 West Beaver Creek, P.O. Box 300, Richmond Hill, Ontario, L4B 4R5; (ii) by hand delivery to Computershare, 8th Floor, 100 University Avenue, Toronto, Ontario, M5J 2Y1; or (iii) by facsimile to (416) 263-9524 or 1-866-249-7775. Additionally, you may vote by using the internet at www.investorvote.com or by calling 1-866-732-VOTE (8683). Your proxy instructions must be received in each case no later than 11:00 a.m. (PST) on September 5, 2017. If you have questions, you may contact the Company’s Corporate Secretary by email at swong@saminacapital.com.

DATED at Vancouver, British Columbia, this 3rd day of August, 2017.

BY ORDER OF THE BOARD OF DIRECTORS

“Curtis Turner”

Chief Executive Officer

These securityholder materials are being sent to both registered and non-registered owners of the securities. If you are a non-registered owner, and the Company or its agent has sent these materials directly to you, your name and address and information about your holdings of securities have been obtained in accordance with applicable securities regulatory requirements from the intermediary holding on your behalf. By choosing to send these materials to you directly, the Company (and not the intermediary holding on your behalf) has assumed responsibility for (i) delivering these materials to you, and (ii) executing your proper voting instructions. Please return your voting instructions as specified in the request for voting instructions. If you are a non-registered Shareholder and receive these materials through your broker or through another intermediary, please complete and return the materials in accordance with the instructions provided to you by your broker or by the other intermediary. Failure to do so may result in your shares not being eligible to be voted by proxy at the Meeting.