



NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

TAKE NOTICE that the annual general and special meeting (the “**Meeting**”) of the shareholders of Candelaria Mining Corp. (the “**Company**”) will be held at Suite #1201 – 1166 Alberni Street, Vancouver, British Columbia, V6E 3Z3 on **Friday, December 13, 2019** at 10:00 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, 2019, together with the report of the auditors thereon;
2. to fix the number of directors at six (6);
3. to elect directors of the Company for the ensuing year;
4. to appoint Grant Thornton LLP 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;
6. to consider and, if deemed advisable, to pass, with or without variation, a special resolution, to approve the adoption of new articles for the Company to include advance notice provisions, which would replace the Company’s current articles, as more particularly described in the accompanying information circular; and
7. to transact any other business which may properly come before the Meeting, or any adjournment or postponement thereof.

Accompanying this notice of Meeting is an information circular, a form of proxy or voting instruction form, and a financial statements request card whereby shareholders can request to be added to the Company’s supplemental mailing list. The information circular includes more detailed information relating to the matters to be considered at the Meeting and forms part of this notice.

The Board has fixed the close of business (Vancouver time) on November 6, 2019 as the record date for determining the shareholders who are entitled to receive notice of, and to vote at, the Meeting or any adjournment thereof. A shareholder entitled to vote at the Meeting is entitled to appoint a proxyholder to attend and vote in his/her stead. If you are unable to attend the Meeting, or any adjournment thereof, in person, please date, execute, and return the enclosed Proxy in accordance with the instructions set out in the notes to the Proxy and any accompanying information from your intermediary.

DATED at Vancouver, British Columbia, this 6th day of November, 2019.

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.