

OROSUR MINING INC.

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS December 23, 2021

TO THE SHAREHOLDERS:

TAKE NOTICE that an Annual and Special Meeting (the “**Meeting**” or the “**AGM**”) of the shareholders of Orosur Mining Inc. (the “**Corporation**” or “**Orosur**”) will be held at the Offices of SP Angel Corporate Finance LLP, Prince Frederick House, 35-39 Maddox Street, London, W1S 2PP on December 23, 2021 at 12.00 p.m. GMT for the following purposes:

1. to receive and consider the audited financial statements for the fiscal year ended May 31, 2021 and the report of the auditors thereon;
2. to set the number of directors of the Corporation for the ensuing year at four (4) members;
3. to elect directors of the Corporation to hold office for the ensuing year;
4. to appoint PricewaterhouseCoopers LLP, Chartered Accountants as the auditors of the Corporation for the ensuing year and, to authorize the board of directors to fix the auditors’ remuneration;
5. to consider and if thought fit, pass a resolution to confirm, ratify and approve the amended and restated stock option plan of the Corporation, the full text of which is attached as Schedule “A” to the Circular (as defined below) and as more particularly described in the Circular;
6. to consider and if thought fit, pass a resolution to confirm, ratify and approve the advance notice by-law of the Corporation, the full text of which is attached as Schedule “B” to the Circular and as more particularly described in the Circular; and
7. to transact any such other business, including amendments to the foregoing, as may properly be brought before the Meeting or any adjournment thereof.

The nature of the business to be transacted at the Meeting is described in further detail in the accompanying management information circular of the Corporation dated November 22, 2021 (the “**Circular**”).

The directors of the Corporation have fixed the close of business on November 16, 2021 as the record date (the “**Record Date**”) for the determination of the shareholders of the Corporation (the “**Orosur Shareholders**”) entitled to receive notice of, and to vote at, the Meeting. Only persons who are Orosur Shareholders on the Record Date are entitled to vote at the Meeting, either in person or by proxy, as described in the Circular.

A registered Orosur Shareholder may attend the Meeting in person or may be represented by proxy. Shareholders who are unable to attend the Meeting in person are requested to date and sign the enclosed form of proxy for use at the Meeting or any adjournment thereof and return it in the envelope provided for that purpose or in accordance with the instructions set out thereon. To be effective, the proxies must be received by the Corporation's transfer agent, Computershare Trust Company of Canada ("**Computershare**"), 8th Floor, 100 University Avenue, Toronto, Ontario M5J 2Y1, (Facsimile: +1-416-263-9524, or +1-866-249-7775) (Attention: Proxy Department) not later than 12.00 p.m. GMT on December 21, 2021 or 48 hours (other than a Saturday, Sunday or holiday) prior to the time to which the Meeting may be adjourned. Notwithstanding the foregoing, the Chair of the Meeting will have discretion to accept proxies received after such deadline, without notice. As set out in notes to the proxy, the enclosed proxy is solicited by management, but, you may amend it, if you so desire, by striking out the names listed therein and inserting in the space provided, the name of the person you wish to represent you at the Meeting.

If your interest in common shares in the capital of the Corporation (the "**Orosur Shares**") are held through depositary interests and you receive these materials directly from the Corporation or the Corporation's transfer agent, you are requested to date, sign and return the accompanying form of instruction ("**FOI**") for use at the Meeting or any adjournment thereof. To be effective, the FOIs must be received by the registrar for Depositary Interests Computershare Investor Services plc, PO Box 82, The Pavilions, Bridgwater Road, Bristol BS99 7NH (Facsimile: +44-20-870-703-6116) (Attention: Proxy Department), not later than 12.00 p.m. GMT on December 21, 2021 or 48 hours (other than a Saturday, Sunday or holiday) prior to the time to which the Meeting may be adjourned. Notwithstanding the foregoing, the Chair of the Meeting has the discretion to accept FOIs received after such deadline, without notice.

If your Orosur Shares are not registered in your name and you receive these materials through your broker, custodian, nominee or other intermediary, please complete and return the materials in accordance with the instructions provided to you by your broker, custodian, nominee or such other intermediary. If you do not complete and return the materials in accordance with such instructions, you may lose the right to vote at the Meeting.

Shareholders who are planning to return the form of proxy or a voting instruction form are encouraged to review the accompanying Circular carefully before submitting the form of proxy or voting instruction form.

DATED this 22nd day of November, 2021

BY ORDER OF THE BOARD OF DIRECTORS

"Louis Castro"

LOUIS CASTRO, CHAIRMAN