

Notice of Annual General and Special Meeting

Vancouver, British Columbia – November 3rd, 2022

The Annual General Meeting of Shareholders of Kincora Copper Limited (the Company, Kincora) (TSXV & ASX: KCC) will be held at 400-837 West Hastings Street, Vancouver, BC V6C 3N6 with a webcast on Tuesday, December 13th, 2022 at 4:00 PM., local time (PST), (the Meeting) for the following purposes:

1. Report and Financial Statements: *To receive and consider the Financial Statements for the financial year ended December 31, 2021 and the report of the auditor thereon;*
2. Fixing the Number of Directors: *To set the number of directors at five (5);*
3. Re-election of existing Directors: *To elect directors of the Company for the ensuing year;*
4. Re-appointment of Auditor: *To re-appoint Dale Matheson Carr-Hilton Labonte LLP, as the auditors of the Company for the ensuing year and to authorize the directors of the Company to fix the compensation for the auditors;*
5. Re-approve additional 10% capital headroom: *To consider and, if thought fit, to pass an special resolution re-approving the capacity to issuance up to an additional 10% capital over a 12 month period pursuant to ASX Listing Rule 7.1A as described in the accompanying Information Circular.*
6. Re-approve existing Equity Incentive Plan as Amended: *To consider and, if thought fit, to pass an ordinary resolution re-approving of the existing equity incentive plan as amended as described further in the accompanying Information Circular.*
7. Re-approve existing Shares for Service Agreements: *To consider and, if thought fit, to pass an ordinary resolution re-approving of the existing shares for services agreements as described further in the accompanying Information Circular.*
8. Approve issuance of Bonus Shares: *To consider and, if thought fit, to pass an ordinary resolution to approve issuance of bonus shares as described in the accompanying Information Circular.*
9. Other Matters: *To transact such other business as may properly come before the Meeting.*

The Board of Directors has fixed November 3rd, 2022 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.

If shareholders wish to attend the Meeting in person or submit questions to be addressed during the Meeting, please contact the Company through email enquiries@kincoracopper.com



in order for arrangements to be made that comply with any recommendations, regulations and orders related to the COVID-19 pandemic.

Shareholders are strongly encouraged to vote in advance of the Meeting in accordance with the instructions provided in this Management Information Circular, with webcast details provided, and noting only physical attendees will be able to vote during the Meeting.

The Company is monitoring developments regarding COVID-19. In the event the Company decides any change to the date, time, location or format of the Meeting, including remote access particulars, is necessary or appropriate due to difficulties arising from COVID-19, the Company will promptly notify shareholders of the change by issuing a news release, a copy of which will be available on SEDAR at www.sedar.com.

Full details on and materials for the Meeting and webcast will be made available at: <https://kincoracopper.com/agm-materials/>

BY ORDER OF THE BOARD

Jonathan (Sam) Spring

President & Chief Executive Officer

This announcement has been authorised for release by the Board of Kincora Copper Limited (ARBN 645 457 763)

About Kincora Copper

Kincora Copper is an ASX and TSXV listed exploration company focused on world-class gold rich copper discoveries in Australia's foremost porphyry belt (the Macquarie Arc, in NSW).

Kincora has assembled an industry leading technical team who have made multiple world-class copper-gold discoveries, who have "skin in the game" equity ownership and who are backed by a strong institutional shareholder base. Our exploration model applies a robust systematic approach utilising modern exploration techniques supporting high-impact, value add programs underpinned by targets with strong indications for world-class scale potential.

For further information on Kincora please visit: <https://kincoracopper.com>

For further information please contact:

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