



**ARIZONA SONORAN COPPER COMPANY INC.  
(Formerly Elim Mining Incorporated)**

**NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS**

**NOTICE IS HEREBY GIVEN** that an annual general meeting (the "**Meeting**") of the holders of common shares (the "**Shareholders**") of Arizona Sonoran Copper Company Inc. (the "**Company**") will be held virtually via the platform of AGM Connect to facilitate an interactive meeting and live online voting on **Thursday, August 5, 2021, at 11:00 a.m.** (Toronto time).

Registered Shareholders and duly appointed proxyholders will be able to attend, participate and vote at the Meeting online at: [www.agmconnect.com/ASCU2021](http://www.agmconnect.com/ASCU2021) and login using their unique AGM Connect "Voter ID" and "Meeting Code" found on the Proxy and Voter Information Sheet included with the delivery of this Notice of Meeting. Please find further details on attendance and voting below.

At the virtual Meeting, Shareholders will receive and consider the audited financial statements for the year ended December 31, 2020, and the unaudited financial statements for the three-month interim period ended March 31, 2021, copies of which are included with this Notice of Meeting, and consider resolutions to:

1. elect the following persons as the directors of the Company for the ensuing year:  
  
George Ogilvie  
David Laing  
Mark Palmer  
Thomas Boehlert  
Alan Edwards
2. appoint PricewaterhouseCoopers LLP as the auditors of the Company for the ensuing year and authorize the directors to determine the remuneration to be paid to the auditors; and
3. transact such other business as may properly be put before the Meeting.

All Shareholders are entitled to attend and vote at the Meeting virtually through the platform of **AGM Connect**, or ahead of the Meeting by proxy. If a Shareholder is unable to attend virtually through AGM Connect, the Shareholder may attend the Meeting by conference telephone call using the following dial-in information: **1-855-839-3715**. Shareholders participating through the conference telephone line must vote by way of proxy ahead of the Meeting. Proxies must be submitted either by completing the form at



<https://app.agmconnect.com>, by emailing the signed and completed form of proxy to [voteproxy@agmconnect.com](mailto:voteproxy@agmconnect.com) or mailing the signed and completed form of proxy to AGM Connect at 401 Bay Street, Suite 2704, Box 04, Toronto, ON, M5H 2Y4 on or before 11:00 a.m. (Toronto time) on Tuesday, August 3, 2021.

### Meeting Details:

Link: <https://app.agmconnect.com>  
VOTER ID: Found on the included Form of Proxy  
MEETING CODE: Found on the included Form of Proxy  
EMAIL: Your preferred email address

Registered Shareholders will be able to vote during the Meeting using the functionality available on AGM Connect, in accordance with the instructions given by the Chair at the start of the Meeting. An internet connection will be required. In order to access the Meeting through AGM Connect, Shareholders will need to click the above link and login to attend the Meeting not less than 30 minutes prior to the start of the Meeting. For further instructions, Shareholders are directed to the supplemental Voter Information Sheet included with the delivery of this Notice of Meeting.

Shareholders and duly appointed proxyholders participating in the meeting, will be asked to identify themselves before being admitted into the Meeting. **Please have your VOTER ID ready when joining the meeting**, as the Company's scrutineer must take steps to verify the identity of Shareholders using the AGM Connect meeting features.

Dated this 23<sup>rd</sup> day of July, 2021.

### ON BEHALF OF THE BOARD

*(signed) "Rodney Prokop"*

Rodney Prokop  
Chief Financial Officer