



NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that an Annual General Meeting (the “**Meeting**”) of the shareholders of LUPAKA GOLD CORP. (the “**Company**” or “**Lupaka**”) will be held at #480 – 505 Burrard Street, Vancouver, BC V7X 1M3, **on Wednesday, November 24, 2021, at 10:00 a.m.** (Pacific Standard Time), for the following purposes:

1. To receive the audited consolidated financial statements of the Company for the year ended December 31, 2020, together with the report of the auditors thereon;
2. To set the number of directors for the ensuing year at five (5);
3. To elect the directors for the ensuing year;
4. To appoint MNP LLP, Chartered Professional Accountants, as the auditors of the Company for the ensuing year, and to authorize the directors to fix the remuneration to be paid to the auditors;
5. To consider and, if thought fit, pass, with or without variation, an ordinary resolution re-approving the Company’s 2010 Incentive Stock Option Plan, as amended June 14, 2015; and
6. To transact such further and other business as may properly be brought before the Meeting or any adjournment or postponement thereof.

This notice is accompanied by a Management Information Circular (“**Circular**”) which provides additional information relating to the matters to be dealt with at the Meeting and is supplemental to and expressly made a part of, this notice of Meeting. The Company urges shareholders to review the Circular before voting.

In light of ongoing public health concerns related to the COVID-19 pandemic and in order to comply with government decrees, the Company is requesting that shareholders not attend the Meeting in person. Rather, the Company encourages shareholders to submit their vote by proxy ahead of the meeting in accordance with the instructions described below and in the Circular. Further restrictions with regard to the Meeting may be implemented by the Company as required in accordance with applicable laws and to comply with public health restrictions the day of the Meeting. The Company also reserves the right to change the location, date and time of the meeting, based on developments with the COVID-19 pandemic.

Registered shareholders are requested to complete, date, sign and deliver the enclosed form of proxy and deliver it in accordance with the instructions set for the in the form of proxy and in the Circular, unless you plan to attend the meeting.

Non-registered shareholders of the Company who have received this notice of Meeting and accompanying materials but instead plan to attend the Meeting must follow the instructions set forth in the voting instruction form or proxy form sent to them. If you hold your Shares in a brokerage account, you are not a registered shareholder.

The board of directors of the Company has by resolution fixed the close of business on October 8, 2021, as the record date, being the date for the determination of the registered holders of common shares entitled to receive notice of and to vote at the Meeting and any adjournment thereof.

DATED at Vancouver, British Columbia this 18th day of October, 2021.

BY ORDER OF THE BOARD OF DIRECTORS

“Gordon Ellis”

Chair of the Board