

CORDOBA MINERALS CORP.

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that an annual and special meeting (the “**Meeting**”) of the shareholders (“**Shareholders**”) of Cordoba Minerals Corp. (the “**Company**”) will be held at **Cassels Brock & Blackwell LLP, Suite 2200, HSBC Building, 885 West Georgia Street, Vancouver, British Columbia V6C 3E8** on Thursday, July 27, 2017 at 10:00 a.m. (Vancouver time) for the following purposes:

1. to receive and consider the financial statements of the Company for the fiscal year ended December 31, 2016, together with the reports of the auditors thereon;
2. to set the number of directors at seven (7) for the ensuing year;
3. to elect directors for the ensuing year;
4. to appoint PricewaterhouseCoopers LLP as auditors for the ensuing year and to authorize the directors to fix their remuneration;
5. to consider, and, if deemed appropriate, to pass with or without variation an ordinary resolution confirming the existing stock option plan of the Company, as more particularly described in the accompanying management information circular of the Company dated June 28, 2017 (the “**Information Circular**”);
6. to consider and, if deemed appropriate, to pass with or without variation an ordinary resolution approving a new long-term incentive plan of the Company, as more particularly described in the Information Circular;
7. to consider and, if deemed appropriate, to pass with or without variation an ordinary resolution approving the new deferred share unit plan of the Company, as more particularly described in the Information Circular;
8. to consider, and if thought advisable, to pass, with or without variation, an ordinary resolution (the “**Transaction Resolution**”) authorizing and approving the transactions (the “**Transaction**”) contemplated in the share purchase agreement dated June 13, 2017 between the Company, High Power Exploration Inc. (“**HPX**”) and HPX Colombia Ventures Ltd. (“**Ventures**”), and the issuance of securities in connection therewith; and
9. to transact such further or other business as may properly come before the Meeting or any adjournment thereof.

Specific details of the matters to be put before the Meeting are set forth in the Information Circular. **It is the intention of the persons named in the enclosed form of proxy, if not expressly directed otherwise in such form of proxy, to vote FOR the Transaction Resolution and all other matters to be considered at the Meeting.**

This notice is accompanied by a form of proxy or voting instruction form, the Information Circular, and a supplemental mailing list form. Shareholders who are unable to attend the Meeting in person are requested to complete, date, sign and return the enclosed form of proxy or voting instruction form so that as large a representation as possible may be had at the Meeting.

The board of directors of the Company (the “**Board**”) has fixed the close of business on June 20, 2017 as the record date, being the date for the determination of the registered holders of Cordoba Shares entitled to receive notice of, and to vote at, the Meeting and any adjournment or postponement thereof. The Board has fixed 10:00 a.m. (Vancouver time) on July 25, 2017, or no later than 48 hours before the time of any adjourned or postponed Meeting (excluding Saturdays, Sundays and holidays), as the time before which proxies to be used or acted upon at the Meeting or any adjournment or postponement thereof must be deposited with the Company’s transfer agent.

If you have any questions or require assistance with voting your proxy, please contact our proxy solicitation agent, Laurel Hill Advisory Group, at 1-877-452-7184 toll free in North America, or call collect outside North America at 416-304-0211 or by email at assistance@laurelhill.com.

DATED at Toronto, Canada as of the 28th day of June, 2017.

BY ORDER OF THE BOARD OF DIRECTORS

(signed) “Mario Stifano”

Mario Stifano, President and Chief Executive
Officer