



BEAR CREEK MINING CORPORATION

NOTICE OF SPECIAL MEETING

NOTICE IS HEREBY GIVEN that a special meeting (the “**Meeting**”) of the shareholders of Bear Creek Mining Corporation (the “**Company**”) will be held at the offices of Borden Ladner Gervais, Suite 1200, 200 Burrard Street, Vancouver, British Columbia, V7X 1T2 at 2:00 p.m. (Pacific Time) on Thursday, September 21, 2023 for the following purposes:

1. to consider and, if thought fit, to pass an ordinary resolution to approve the: (i) issuance of a five-year convertible promissory note to defer a US\$25 million current liability owed to Premier Gold Mines Limited; and (ii) the creation of a new “Control Person” (as defined in the policies of the TSX Venture Exchange) of the Company, as further described in the management information circular dated August 9, 2023 (the “**Circular**”) accompanying this Notice; and
2. to transact such other business as may properly come before the Meeting and any adjournments(s) or postponement(s) thereof.

The Circular provides additional information relating to the matters to be dealt with and voted upon at the Meeting and is deemed to form part of this Notice. Please see the section heading “Business of the Meeting” in the Circular for full particulars.

The Circular has been prepared to help you make an informed decision on the matter to be voted on at the Meeting. Please review the Circular carefully before voting.

Accessing Meeting Materials

The Company has elected to use the notice-and-access provisions (the “**notice-and-access provisions**”) under National Instrument 54-101 – *Communication with Beneficial Owners of Securities of a Reporting Issuer* and National Instrument 51-102 – *Continuous Disclosure Obligations for the Meeting*. The notice-and-access provisions are a set of rules developed by the Canadian Securities Administrators that reduces the volume of materials that must be physically mailed to shareholders by allowing the Company to post the Circular and any additional Meeting materials online. Shareholders will still receive this Notice and a Form of Proxy (or Voting Instruction Form, if applicable) and may choose to receive a paper copy of the Circular. The Company will not use procedures known as “stratification” in relation to its use of the notice-and-access provisions for the Meeting. Stratification occurs when a reporting issuer using notice-and-access provides a paper copy of the relevant information circular to some, but not all, shareholders with the notice package in relation to the relevant meeting.

The Meeting materials, including the Circular, are available on the Company's website at <https://bearcreekmining.com/investors/agm-materials/> and will remain on the website for at least one full year from the date of this Notice. The Meeting materials are also available under the Company's profile on SEDAR+ at www.sedarplus.ca.

To obtain a printed paper copy of the Circular please contact the Company at 604-685-6269 or info@bearcreekmining.com. The Company will, upon request, mail a paper copy of the Circular at no cost within three business days following receipt of such request if received before the Meeting and within ten calendar days following receipt of such request if received after the Meeting.

To obtain additional information about notice-and-access provisions, shareholders may contact the Company's transfer agent, Computershare, at www.computershare.com/noticeandaccess or 1-866-964-0492 (toll-free).

Attending the Meeting and Voting Your Shares

All shareholders are invited to attend the Meeting. Only shareholders at the close of business on August 9, 2023 are entitled to receive notice of and vote in person at the Meeting.

If you are a registered shareholder, you will have received this Notice and a Form of Proxy. Registered shareholders who are unable to attend the Meeting are requested to read the notes included in the Form of Proxy enclosed and then to complete, date, sign and mail the enclosed Form of Proxy, or to complete the Form of Proxy by telephone or the internet, in accordance with the instructions set out therein. Completed Forms of Proxy must be received by 2:00 p.m. (Pacific Time) on Tuesday, September 19, 2023 unless the chairperson of the Meeting elects to exercise their discretion to accept proxies received subsequently.

If you are a non-registered (also known as a beneficial) shareholder, you will have received this Notice and a Voting Instruction Form. Beneficial shareholders are requested to read the instructions included in the Voting Instruction Form enclosed and then complete the Voting Instruction Form in accordance with the instructions set out therein. Completed Voting Instruction Forms must be received by 2:00 p.m. (Pacific Time) on Tuesday, September 19, 2023, unless the chairperson of the Meeting elects to exercise their discretion to accept proxies received subsequently.

DATED this 9th day of August 2023.

BY ORDER OF THE BOARD

s/ "Eric Caba"

Eric Caba, President and Chief Executive Officer