KUTCHO COPPER CORP.

717 – 1030 West Georgia Street
Vancouver, BC V6E 2Y3

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS GIVEN that the Annual General Meeting of Shareholders (the "**Meeting**") of Kutcho Copper Corp. (the "**Company**") will be held at the Company's offices at 717 - 1030 West Georgia Street, Vancouver, BC and by teleconference using the access information provided in the Information Circular, on Thursday, November 25, 2021 at 10:00 a.m. (PST) for the following purposes:

1. To receive the Company's audited financial statements for the financial year ended April 30, 2021 and the auditor's report thereon;
2. To fix the number of directors to be elected for the ensuing year at four (4);
3. To elect directors of the Company for the ensuing year;
4. To appoint Dale Matheson Carr-Hilton Labonte LLP, Chartered Professional Accountants, as the Company's auditor for the ensuing fiscal year and to authorize the directors to set the auditor's remuneration;
5. To approve the Company's 10% rolling stock option plan, as more particularly set out in the accompanying Information Circular;
6. To consider, and if thought advisable, to reconfirm the Company's Shareholder Rights Plan, as more fully set forth in the accompanying Information Circular; and
7. To transact such other business as may properly come before the Meeting or any adjournment thereof,

The accompanying Information Circular provides additional information relating to the matters to be dealt with at the Meeting and is deemed to form part of this Notice of Meeting.

The Company's Board of Directors has fixed October 19, 2021 as the record date for the determination of shareholders entitled to notice of and to vote at the Meeting and at any adjournment or postponement thereof. Each registered shareholder at the close of business on that date is entitled to such notice and to vote at the Meeting in the circumstances set out in the accompanying Information Circular.

Due to the COVID19 Pandemic and to mitigate risks to the health and safety of the Company's shareholders, employees and other stakeholders, the Company will also be holding its Meeting via conference call. Therefore, in order to vote, registered shareholders of the Company are asked to complete, date and sign the accompanying form of proxy, or another suitable form of proxy, and deposit it with the Company's transfer agent, Computershare Investor Services Inc., Proxy Dept., 100 University Avenue, 8th Floor, Toronto, Ontario M5J 2Y1, FACSIMILE (within North America) 1-866-249-7775 (outside North America) (416) 263-9524, by

mail or fax, no later than forty eight (48) hours (excluding Saturdays, Sundays and holidays) prior to the time of the Meeting, or adjournment thereof. The Company respectfully asks that shareholders not attend the Meeting in person and strongly recommends that shareholders vote by Proxy in advance.

DATED at Vancouver, British Columbia this 19th day of October, 2021.

By Order of the Board of Kutcho Copper Corp.

(signed) "*Vince Sorace*"

Vince Sorace
President, Chief Executive Officer and Director