



## Notice of Annual General and Special Meeting of Shareholders

Date:	Tuesday, November 23, 2021
Time:	10:30 am. (Pacific Time)
Place:	410 – 625 Howe Street Vancouver, British Columbia

### AGENDA

1. Financial Statements and Auditors' Report: To receive the consolidated financial statements of Lumina Gold Corp. ("**Lumina**"), together with the auditor's report thereon, for the financial year ended December 31, 2020.
2. Appointment of Auditor: To appoint KPMG LLP, Chartered Professional Accountants, as the auditor of Lumina until the next annual meeting of shareholders, and to authorize the directors to set their remuneration. See "Appointment and Remuneration of Auditor" in Lumina's management information circular dated October 15, 2021 (the "**Circular**") for details.
3. Election of Directors: To elect directors to hold office until the next annual meeting of shareholders. See "Election of Directors" in the Circular for details.
4. Stock Option Plan: To consider, and if thought advisable, to pass an ordinary resolution to approve Lumina's 10% rolling stock option plan. See "Approval of Stock Option Plan" in the Circular for details.
5. New Control Person: To consider, and if thought advisable, to pass an ordinary resolution of disinterested shareholders to approve the creation of a new Control Person (as such term is defined in the policies of the TSX Venture Exchange) of the Company, as described in the Circular. See "Approval of New Control Person" in the Circular for details.
6. Other Business: To transact such other business as may properly come before the meeting or any adjournment or postponement thereof.

**Notice-and-access:** Notice-and-access is a set of rules for reducing the volume of materials that must be physically mailed to shareholders by allowing issuers to post the Circular and additional materials online. Materials may be delivered electronically to shareholders. Please call Lumina toll free at 1-844-896-8192 if you have any questions about notice-and-access.

**Circular:** The Circular, audited financial statements, management discussion and analysis and additional materials are available on Lumina's profile on SEDAR at [www.sedar.com](http://www.sedar.com) and on Lumina's website at [www.luminagold.com](http://www.luminagold.com). Shareholders are reminded to review these online materials before voting. Shareholders may obtain paper copies by:

- a) faxing a request to Lumina at +1 (604) 687-7041;
- b) calling Lumina toll free at 1-844-896-8192; or
- c) mailing a request to Lumina's Vice President Legal Counsel, 410 – 625 Howe Street, Vancouver, British Columbia, V6C 2T6.

A request for paper copies should be sent so that it is received by Lumina by end of business on October 22, 2021 in order to allow sufficient time for the shareholder to receive the paper copy and return the proxy by its due date.

**Proxy:**

**If you are not attending the meeting, please sign, date and return the enclosed proxy (registered holders) or voting instruction form (non-registered holders).** If you or a person you designate plan to attend the meeting, you must appoint yourself or that person as proxy to have voting rights at the meeting.

***Registered holders:* The proxy must be received by 10:30 a.m. (Pacific Time) on November 19, 2021 at: Computershare Investor Services Inc., 100 University Avenue, 8<sup>th</sup> Floor, Toronto, Ontario, M5J 2Y1, Attention: Proxy Department.**

*Non-registered holders:* Use the voting instruction form provided by your intermediary (bank, trust company or broker) and return it as early as practicable to ensure that it is transmitted on time. It must be received by your intermediary with sufficient time for them to file a proxy by the deadline noted above.

**Voting:**

*Registered holders:* You must be a registered holder of Common Shares of Lumina at the close of business on October 7, 2021 to vote. You may vote in person or by proxy. A proxy need not be a shareholder.

*Non-registered holders:* You may vote or appoint a proxy using the voting instruction form provided to your intermediary, which then, as registered shareholder, submits your vote or proxy appointment to Lumina.

Further information on voting can be found under the headings "General Proxy Information" in the Circular.

Vancouver, British Columbia  
October 15, 2021

BY ORDER OF THE BOARD  
*(signed) Marshall Koval*