



Interra Copper Corp.
Suite 2200, 885 West Georgia Street
Vancouver, British Columbia
Canada V6C 3E8

**NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS
TO BE HELD ON JUNE 27, 2023**

NOTICE IS HEREBY GIVEN that the Annual General Meeting (the “Meeting”) of the holders of common shares (“Shareholders”) of INTERRA COPPER CORP. (the “Company”) will be held by on Tuesday, June 27, 2023, at 10:00 a.m., (Eastern Time) at 100 King Street West, Suite 1600, Toronto, Ontario, M5X 1G5 for the following purposes:

1. to receive and consider the audited financial statements of the Company, together with the notes thereto and the auditor’s report thereon, for the financial year ended December 31, 2022;
2. to fix the number of directors to be elected at the Meeting at six (6);
3. to elect directors of the Company to hold office until the next annual general meeting of Shareholders;
4. to appoint D&H Group LLP, Chartered Professional Accountants, as auditor of the Company for the ensuing year and to authorize the directors of the Company to fix the remuneration to be paid to the auditor; and
5. to transact such further or other business as may be properly brought before the Meeting or at any continuation of the Meeting following an adjournment or postponement thereof.

The accompanying management information circular (“**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. Shareholders are advised to review the Information Circular before voting.

Although no other matters are contemplated, the Meeting may also consider the transaction of such other business, and any permitted amendment to or variation of any matter identified in this Notice, as may properly come before the Meeting or any adjournment thereof. Accompanying this Notice is a (i) form of proxy or voting instruction form, and (ii) request for financial statements form.

The board of directors of the Company (the “**Board**”) has fixed the close of business on May 3, 2023, as the record date for the determination of the Shareholders entitled to receive notice of, and to vote at, the Meeting or any adjournment thereof. Registered shareholders and duly appointed proxyholders wishing to attend, ask questions and vote at the Meeting should follow the teleconference registration process below.

In order to streamline the Meeting process, the Company encourages Shareholders to vote in advance of the Meeting using the form of proxy or voting instruction form provided with the Information Circular and submit votes no later than June 23, 2023, at 10:00 a.m. (Toronto Time), the cut-off time for the deposit of proxies prior to the Meeting, or such earlier time as may be directed in the form.

DATED at Vancouver, British Columbia, this 15th day of May 2023.

BY ORDER OF THE BOARD OF DIRECTORS

/s/ Chris Buncic
Chris Buncic
Chief Executive Officer and Director