

LINCOLN MINING CORPORATION

Suite 350 – 885 Dunsmuir Street

Vancouver, British Columbia

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NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the annual general meeting of the shareholders of Lincoln Mining Corporation (the "Company") will be held at 10th Floor, 595 Howe Street, Vancouver, British Columbia, on May 21, 2010, at the hour of 11:00 A.M., Vancouver time, for the following purposes:

1. to receive and consider the consolidated financial statements of the Company together with the auditor's report thereon for the financial year ended December 31, 2009;
2. to fix the number of directors at five (5);
3. to elect directors for the ensuing year;
4. to appoint the auditor for the ensuing year;
5. to authorize the directors to fix the remuneration to be paid to the auditor;
6. to ratify and approve the Company's 10% "rolling" stock option plan;
7. to consider and, if thought fit, pass an ordinary resolution confirming and approving a shareholder rights plan agreement for the Company; and
8. to transact such further or other business as may properly come before the meeting and any adjournments 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.

If you are unable to attend the meeting in person, please complete, sign and date the enclosed form of proxy and return the same in the enclosed return envelope provided for that purpose within the time and to the location set out in the form of proxy accompanying this notice.

DATED this 21st day of April, 2010.

BY ORDER OF THE BOARD

"Paul Saxton"

Paul Saxton

President and Chief Executive Officer