

LETTER OF TRANSMITTAL
WITH RESPECT TO THE COMMON SHARES OF
MELIOR RESOURCES INC.

This Letter of Transmittal is for use by registered holders ("**Melior Shareholders**") of common shares (the "**Melior Shares**") of Melior Resources Inc. ("**Melior**") in connection with the proposed plan of arrangement (the "**Arrangement**") involving the acquisition of all of the outstanding Melior Shares by Metallica Minerals Limited ("**Metallica**") which is to be considered at the annual and special meeting of Melior Shareholders to be held on November 27, 2018, or any adjournment(s) or postponement(s) thereof (the "**Meeting**").

Melior Shareholders are referred to the Notice of Annual and Special Meeting and Management Information Circular (the "**Circular**") dated October 25, 2018 prepared in connection with the Meeting that accompanies this Letter of Transmittal. The terms and conditions of the Arrangement are incorporated by reference in this Letter of Transmittal and capitalized terms used but not defined in this Letter of Transmittal that are defined in the Circular have the meaning set out in the Circular. You are encouraged to carefully review the Circular in its entirety.

TSX TRUST COMPANY (THE "DEPOSITARY")
(SEE BELOW FOR ADDRESS AND TELEPHONE NUMBER)
OR YOUR BROKER OR OTHER FINANCIAL ADVISOR WILL BE ABLE
TO ASSIST YOU IN COMPLETING THIS LETTER OF TRANSMITTAL

This Letter of Transmittal is for use by Melior Shareholders only and is not to be used by beneficial holders of Melior Shares ("**Beneficial Shareholders**"). A Beneficial Shareholder does not have Melior Shares registered in its name; rather, such Melior Shares are held by an intermediary on its behalf. If you are a Beneficial Shareholder you should contact your intermediary for instructions and assistance in delivering your certificates representing Melior Shares and receiving consideration for such Melior Shares.

On the Effective Date, all right, title and interest of the Melior Shareholders in the Melior Shares will be transferred to Metallica and the Melior Shareholders (other than Dissenting Shareholders) will be entitled to receive, in exchange for each Melior Share, twenty (20) fully paid and non-assessable ordinary shares in the capital of Metallica (each whole share a "**Metallica Share**"). Subject to the approval of the Arrangement by the Melior Shareholders, the Metallica Shareholders, the Supreme Court of British Columbia, the TSX Venture Exchange and certain other conditions described in the Circular, the Effective Date is anticipated to be on or about December 13, 2018. See the Circular for details.

Melior Shareholders are not entitled to receive fractional Metallica Shares in connection with the Arrangement. The number of Metallica Shares to be issued to Melior Shareholders shall be rounded down to the nearest whole Metallica Share.

In order for Melior Shareholders to receive Metallica Shares for their Melior Shares, Melior Shareholders are required to deposit the certificates representing the Melior Shares held by them with the Depositary. This Letter of Transmittal, properly completed and duly executed, together with all other required documents, must accompany all certificates for Melior Shares deposited for Metallica Shares (the "**Deposited Shares**") pursuant to the Arrangement.

Delivery of this Letter of Transmittal to an address other than as set forth herein will not constitute a valid delivery. If Melior Shares are registered in different names, a separate Letter of Transmittal must be submitted for each different registered owner.

Please note that the delivery of this Letter of Transmittal, together with your Melior Share certificate(s), does not constitute a vote in favor of the Arrangement. To exercise your right to vote at the Meeting you must attend the Meeting in person or complete and return the form of proxy that accompanied the Circular to Melior's transfer agent and registrar, TSX Trust Company (the "Transfer Agent"), all in accordance with the directions set forth in the Circular.

DIRECTION

TO: TSX TRUST COMPANY at the office set out herein
AND TO: MELIOR RESOURCES INC.
AND TO: METALLICA MINERALS LIMITED

In connection with the Arrangement being considered for approval at the Meeting, the undersigned hereby deposits with the Depository the enclosed certificate(s) representing Deposited Shares, details of which are as follows:

Certificate Number(s)	Name(s) in which Registered	Number of Shares Represented by Certificate
TOTAL		

(Please print or type. If space is insufficient, please attach a list to this Letter of Transmittal in the above form.)

REPRESENTATIONS AND WARRANTIES

The undersigned hereby represents and warrants to Melior, the Depositary and Metallica that:

- the undersigned is the registered owner of the Deposited Shares and has full power and authority to deposit, sell, assign and transfer such Deposited Shares and has not sold, assigned or transferred or agreed to sell, assign or transfer any of such Deposited Shares, or any interest therein, to any other person;
- the undersigned, or the person on whose behalf the Deposited Shares are being deposited, has good title to and is the beneficial owner of the Deposited Shares, free and clear of all liens, restrictions, charges, encumbrances, claims and rights of others;
- the undersigned has the full power and authority to execute and deliver this Letter of Transmittal and all information inserted into this Letter of Transmittal by the undersigned is complete and accurate;
- the delivery of Melior Shares by the undersigned under this Letter of Transmittal does not violate any laws applicable to the undersigned; and
- unless the undersigned shall have revoked this Letter of Transmittal by notice in writing given to the Depositary prior to the Effective Date, the undersigned will not, prior to such time, transfer or permit to be transferred any of its Melior Shares.

The above-listed share certificates are hereby surrendered in exchange for evidence of ownership representing Metallica Shares on the basis of twenty (20) Metallica Shares for every one existing Melior Share (no fractional Metallica Shares shall be issued).

Melior Shareholders who do not deliver their certificates representing Melior Shares and all other documents required by the Depositary on or before the sixth anniversary of the Effective Date shall lose their right to receive Metallica Shares and will not be paid any cash or other compensation.

The undersigned hereby covenants to execute, upon request, any additional documents, transfers and other assurances as may be necessary or desirable to complete the deposit of the Deposited Shares.

The undersigned revokes any and all authority, other than as granted in this Letter of Transmittal, whether as agent, attorney-in-fact, attorney, proxy or otherwise, previously conferred or agreed to be conferred by the undersigned at any time with respect to the Melior Shares being transmitted. No subsequent authority, whether as agent, attorney-in-fact, attorney, proxy or otherwise, will be granted with respect to the transmitted Melior Shares.

If the Arrangement is not completed or proceeded with, the enclosed certificate(s) in respect of the Deposited Shares and all other ancillary documents will be returned forthwith to the undersigned at the address set out below or, if no instructions are given, to the address if any, of the undersigned as appears on the share register maintained by the Transfer Agent.

Each authority conferred or agreed to be conferred by the undersigned in this Letter of Transmittal shall survive the death or incapacity of the undersigned and any obligation of the undersigned hereunder shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

By reason of the use by the undersigned of an English language Letter of Transmittal, the undersigned and each of you shall be deemed to have required that any contract in connection with the delivery of the Metallica Shares pursuant to the Arrangement through this Letter of Transmittal, as well as all documents related thereto, be drawn exclusively in the English language. En raison de l'utilisation d'une lettre d'envoi en langue anglaise par le soussigné, le soussigné et les destinataires sont présumés avoir requis que tout contrat attesté par ceci et son acceptation au moyen de la présente lettre d'envoi, de même que tous les documents qui s'y rapportent, soient rédigés exclusivement en langue anglaise.

BOX A

PAYMENT AND DELIVERY INSTRUCTIONS

ISSUE the Metallica Shares in the name of:
(please print or type)

(Name)

(Street Address and Number)

(City and Province or State)

(Country and Postal (Zip) Code)

(Telephone – Business Hours)

BOX B – SIGNATURE GUARANTEE

*Signature guaranteed by
(if required under Instruction 3):*

Authorized Signature

Name of Guarantor *(please print or type)*

Address *(please print or type)*

Area Code and Telephone Number

BOX C – SIGNATURE

Dated: _____

(Street Address and Number)

(Signature of any joint holder)

(Name of Shareholder)

(Name of authorized representative)

INSTRUCTIONS

1. Use of Letter of Transmittal

- (a) Melior Shareholders should read the accompanying Circular prior to completing this Letter of Transmittal.
- (b) This Letter of Transmittal duly completed and signed (or an originally signed facsimile copy thereof) together with accompanying certificates representing the Melior Shares and all other required documents must be sent or delivered to the Depository at the address set out on the back of this Letter of Transmittal.
- (c) The method used to deliver this Letter of Transmittal and any accompanying certificates representing Melior Shares and all other required documents is at the option and risk of the Melior Shareholder, and delivery will be deemed effective only when such documents are actually received by the Depository. Melior recommends that the necessary documentation be hand delivered to the Depository at the address set out on the back of this Letter of Transmittal, and a receipt obtained; otherwise the use of registered mail with return receipt requested, properly insured, is recommended. Melior Shareholders whose Melior Shares are registered in the name of a broker, investment dealer, bank, trust company or other nominee should contact that nominee for assistance in depositing those Melior Shares. Delivery to an address other than to the specified address does not constitute delivery for this purpose.
- (d) Melior reserves the right if it so elects in its absolute discretion to instruct the Depository to waive any defect or irregularity contained in any Letter of Transmittal received by it.

2. Signatures

- (a) This Letter of Transmittal must be completed and signed by the holder of Melior Shares or by such holder's duly authorized representative.
- (b) If this Letter of Transmittal is signed by the registered owner(s) of the accompanying certificate(s), such signature(s) on this Letter of Transmittal must correspond with the name(s) as registered or as written on the face of such certificate(s) without any change whatsoever, and the certificate(s) need not be endorsed. If such deposited certificate(s) are owned of record by two or more joint owners, all such owners must sign this Letter of Transmittal.
- (c) If this Letter of Transmittal is signed by a person other than the registered owner(s) of the accompanying certificate(s) or certificate(s) representing Melior Shares are to be issued to a person other than the registered owner(s):
 - (i) such deposited certificate(s) must be endorsed or be accompanied by an appropriate share transfer power of attorney duly and properly completed by the registered owner(s); and
 - (ii) the signature(s) on such endorsement or share transfer power of attorney must correspond exactly to the name(s) of the registered owner(s) as registered or as appearing on the certificate(s) and must be guaranteed as noted in paragraph 3 below of these Instructions.

3. Guarantee of Signatures

If this Letter of Transmittal is signed by a person other than the registered owner(s) of the Melior Shares, or if the Arrangement is not completed and the accompanying certificate(s) is to be returned to a person other than such registered owner(s), or sent to an address other than the address of the registered owner(s) as shown on the registers of our transfer agent, or if the Metallica Shares are to be issued in a name other than the registered owner(s), such signature must be guaranteed by an Eligible Institution (see below), or in some other manner satisfactory to the Depository (except that no guarantee is required if the signature is that of an Eligible Institution).

An "Eligible Institution" means a Canadian Schedule I chartered bank, a member of the Securities Transfer Association Medallion Program (STAMP), a member of the Stock Exchange Medallion Program (SEMP) or a member of the New York Stock Exchange, Inc. Medallion Signature Program (MSP). Members of these programs are usually members of a recognized stock exchange in Canada or the United States, members of the Investment Industry Regulatory Organization of Canada, members of the Financial Industry Regulatory Authority, Inc. or banks and trust companies in the United States.

4. Fiduciaries, Representatives and Authorizations

Where this Letter of Transmittal is executed by a person as an executor, administrator, trustee or guardian, or on behalf of a corporation, partnership or association or is executed by any other person acting in a representative capacity, this Letter of Transmittal must be accompanied by satisfactory evidence of the authority to act. Melior or the Depository, at their discretion, may require additional evidence of authority or additional documentation.

5. Delivery Instructions

All evidence(s) of ownership of Metallica Shares to be issued in exchange for the Deposited Shares will be issued in the name of the person indicated in Box A and delivered to the address indicated in Box A. If Box A is not completed, any evidence(s) of ownership of Metallica Shares issued in exchange for the Deposited Shares will be issued in the name of the registered holder of the Deposited Shares and will be mailed to the address of the registered holder of the Deposited Shares as it appears on the register of Melior. Any evidence(s) of ownership of Metallica Shares mailed in accordance with this Letter of Transmittal will be deemed to be delivered at the time of mailing.

6. Lost Certificates

If a certificate representing Melior Shares has been lost or destroyed, this Letter of Transmittal should be completed as fully as possible and forwarded, together with a letter describing the loss, to the Depositary. The Depositary and/or the Transfer Agent will respond with replacement requirements (which may include bonding requirement) for payment of the consideration in accordance with the Arrangement.

7. Return of Certificates

If the Arrangement does not proceed for any reason, any certificate(s) for Melior Shares received by the Depositary will be returned to you forthwith in accordance with the delivery instructions given pursuant to Box A, or failing such address being specified, to the undersigned at the last address of the undersigned as it appears on the securities register of Melior.

8. Miscellaneous

- (a) If the space on this Letter of Transmittal is insufficient to list all certificates for Melior Shares, additional certificate numbers and number of Melior Shares may be included on a separate signed list affixed to this Letter of Transmittal.
- (b) If Melior Shares are registered in different forms (e.g., "John Doe" and "J. Doe") a separate Letter of Transmittal should be signed for each different registration.
- (c) No alternative, conditional or contingent deposits of Melior Shares will be accepted and no fractional Metallica Shares will be issued. Additional copies of the Letter of Transmittal may be obtained from the Depositary at the address set out on the back of this Letter of Transmittal.
- (d) This Letter of Transmittal will be construed in accordance with and governed by the laws of the Province of Ontario and the laws of Canada applicable therein.
- (e) Before completing this Letter of Transmittal, you are urged to read the accompanying Circular and discuss any questions with financial, legal and/or tax advisors.

9. Privacy Notice

TSX Trust Company, the Depositary, is committed to protecting your personal information. In the course of providing services to you and its corporate clients, the Depositary receives non-public personal information about you – from transactions they perform for you, forms you send to them, other communications they have with you or your representatives, etc. This information could include your name, address, social insurance number, securities holdings and other financial information. The Depositary uses this to administer your account, to better serve you and its clients' needs and for other lawful purposes relating to its services. The Depositary has prepared a *Privacy Code* to tell you more about its information practices and how your privacy is protected. It is available by writing to the Depositary at 301 - 100 Adelaide Street West, Toronto, Ontario M5H 4H1, Attention: Chief Compliance Officer. TSX Trust Company will use the information you are providing on this form in order to process your request and will treat your signature(s) on this form as your consent to the above.



The Depository is:

TSX Trust Company

By Registered Mail, Mail, Hand or Courier

Toronto

301 - 100 Adelaide Street West
Toronto, Ontario
M5H 4H1

Attention: Corporate Actions

Inquiries

North American Toll Free: 1-866-600-5869

Telephone: 416-342-1091

Facsimile: 416-361-0470

E-Mail: TMXInvestorServices@tmx.com

Any questions and requests for assistance may be directed by Melior Shareholders to the Depository at the telephone number and location set out above.