

VOTING

Registered shareholders who are unable to attend the Meeting are requested to complete and deposit the proxy **at least 48 hours (excluding Saturdays and holidays) before** the time of the Meeting or adjournment thereof or with the chairman of the Meeting prior to the commencement thereof by:

- (a) completing, dating and signing the enclosed form of proxy and returning it to the Company's transfer agent Computershare Trust Company of Canada at Proxy Dept. 100 University Avenue, 9th Floor, Toronto, Ontario, M5J 2Y1;
- (b) using a touch tone phone to transmit voting choices by calling the number specified on the enclosed form of proxy and following the instructions of the telephone response system; or
- (c) using the internet through the website of the Company's transfer agent at www.computershare.com/ca/proxy.

Most shareholders do not hold their shares in their own names. Such shares may be beneficially owned by you but registered either: (a) in the name of an intermediary such as a bank, trust company, securities dealer or broker, or the trustee or administrator of a self-administered RRSP, RRIF, RESP, TFSA or similar plan, or (b) in the name of a clearing agency (such as CDS Clearing and Depository Services Inc.) or its nominee, of which the intermediary is a participant. If your shares are shown in an account statement provided to you by your intermediary, in almost all cases, your shares will not be registered in your name in the records of the Company. Only proxies deposited by registered shareholders can be recognized and acted upon at the Meeting. As a result, if you hold your Shares through a broker or other intermediary, we urge you to complete only the voting instruction form or provide your voting instructions to your broker or other intermediary by other acceptable methods as described on the voting instruction form. Please read the instructions regarding how to vote at, or attend, the Meeting under "Completion and Voting of Proxies — Non-Registered Shareholders" in the Circular.

HOW TO OBTAIN PAPER COPIES OF THE PROXY MATERIALS

Shareholders who have previously requested to be placed on the Company's supplemental mailing list will be sent paper copies of the Circular. To be included on the Company's supplemental mailing list for the upcoming year please complete and return the enclosed Supplemental return card.

Shareholders who are not on the Company's supplemental mailing list can obtain a paper copy of the Circular or the Financial Statements by calling the Company at 604-922-1351 or toll-free in North America at 1-844-922-1351, or by emailing the Company at infoman@bitterrootresources.com. **Paper copies of the materials for the Meeting must be requested by no later than March 26, 2018**, in order to allow sufficient time to receive and review the materials for the Meeting and return the form of proxy in the prescribed time.

Shareholders who have questions regarding this form of notice and accessing the Information Circular and related material, the shareholder may call the Company at 604-922-1351 or toll-free in North America at 1-844-922-1351.

DATED at Vancouver, British Columbia, as of February 22, 2018.

ON BEHALF OF THE BOARD OF DIRECTORS

"Michael S. Carr"

MICHAEL S. CARR, Director