

# CANTEX MINE DEVELOPMENT CORP.

## Appointment of Proxyholder

The undersigned, being a Shareholder of Cantex Mine Development Corp., hereby appoints Chad Ulansky, President and Chief Executive Officer, or failing him, Jennifer Irons, Chief Financial Officer, OR instead of any of them,

\_\_\_\_\_ /  
as proxyholder with full power of substitution and to attend, act and to vote for and on behalf of the undersigned in accordance with the following direction (or if no directions have been given, as the proxyholder sees fit) and all other matters that may properly come before the Special Meeting of shareholders of Cantex Mine Development Corp. to be held at The Ramada Hotel and Conference Centre, 2170 Harvey Avenue, Kelowna, British Columbia on May 22, 2019 at 1:30 p.m. (Pacific Time) and at any adjournment or postponement thereof.

**VOTING RECOMMENDATIONS ARE INDICATED BY HIGHLIGHTED TEXT OVER THE BOXES**

**FOR**

**AGAINST**

**1. Resolution to Approve Participation in Private Placement**

To pass, with or without variation, the ordinary resolution to approve the participation by 0974052 B.C. Ltd., a company controlled by Charles Fipke, as to 4,500,000 Units and by the Charles E. Fipke Alter Ego Trust, a discretionary trust of which Charles Fipke is the trustee, as to 1,700,000 Units in the Corporation's private placement, which closed its final tranche on March 29, 2019.

I/We authorize you to act in accordance with my/our instructions set out above. I/We hereby revoke any instructions previously given with respect to the Meeting. **If no voting instructions are indicated above, this Proxy will be voted FOR a matter by Management's appointee or, if you appoint another person, as that other person sees fit. On any amendments or variations proposed or any new business submitted properly before the Meeting, I/We authorize you to vote as you see fit.**

\_\_\_\_\_  
Signature(s)

\_\_\_\_\_  
Date

Please sign exactly as your name(s) appear below. Please see reverse for additional instructions. All Proxies must be received by **1:30 pm (Pacific Time) on May 17, 2019.**

**Control Number**

Form of Proxy – Special Meeting of Shareholders of Cantex Mine Development Corp. to be held at 1:30 pm (Pacific Time) on May 22, 2019 (the “Meeting”).

**NOTES:**

- 1. Every Shareholder has the right to appoint some other person or corporation of their choice, who need not be a Shareholder, to attend and act on their behalf at the Meeting or any adjournment or postponement thereof. If you wish to appoint a person or corporation other than the persons whose names are printed herein, please insert the name of your chosen proxyholder in the space provided above.**
2. If the securities are registered in the name of more than one owner (for example, joint ownership, trustees, executors, etc.), then all those registered should sign this Proxy. If you are voting on behalf of a corporation or another individual you must sign this Proxy with signing capacity stated, and you must provide documentation evidencing your power to sign this Proxy.
3. If this Proxy is not dated, it will be deemed to bear the date on which it is mailed by Management to the Shareholder.
4. The shares represented by this Proxy will be voted or withheld from voting, in accordance with the instructions given on any ballot that may be called for. If the Shareholder has specified a choice with respect to any of the items above by marking an "X" in the space provided for that purpose, the shares will be voted in accordance with that choice. **In the absence of instructions made on a Form of Proxy, the Proxy confers discretionary authority on the proxyholder with respect to such matter. It is the intention of the Management designee, if named as proxyholder, to vote in favour of each matter referred to in the Proxy and for the nominees of Management for directors and for auditor.**
5. This Proxy confers discretionary authority in respect of amendments or variations to matters described in the Notice of Meeting or other matters that may properly come before the Meeting or any adjournment or postponement thereof.
6. In addition to revocation in any manner permitted by law, a Proxy may be revoked by an instrument in writing signed by the Shareholder or by his, her or its attorney duly authorized in writing or, if the Shareholder is a corporation or association, the instrument in writing must be executed by an attorney or other representative individual duly authorized in writing, and deposited at the registered office of the Corporation, 203-1634 Harvey Avenue, Kelowna, British Columbia at any time up to and including the last business day preceding the day of the Meeting or any adjournment thereof, or, as to any matter in respect of which a vote shall not already have been cast pursuant to such Proxy, with the Chairman of the Meeting on the day of the Meeting, or at any adjournment thereof, and upon either of such deposits, the Proxy is revoked.
7. The Proxy should be read in conjunction with the accompanying documentation provided by Management.
8. **This proxy is solicited by and on behalf of Management of the Corporation.**
9. **A Proxy to be effected must be deposited with the Corporation’s registrar and transfer Agent, AST Trust Company (Canada), no later than 1:30 PM (Pacific Time) on May 17, 2019.**

**HOW TO VOTE**

**INTERNET**

- Go to <https://astvotemyproxy.com>
- Cast your vote online
- View meeting documents

**TELEPHONE**

Use any touch-tone phone, call toll free in Canada and United States **1-888-489-5760** and follow the voice instructions

To vote by internet or telephone you will need your control number. If you vote by internet or telephone, do not return this Proxy.

**MAIL, FAX or EMAIL**

- Complete and return your signed Proxy in the envelope provided or send to:

AST Trust Company (Canada),  
P.O. Box 721,  
Agincourt, ON, M1S 0A1

- You may alternatively fax your Proxy toll free to 1-866-781-3111 or scan and email to [proxypvote@astfinancial.com](mailto:proxypvote@astfinancial.com)

An undated Proxy is deemed to be dated on the day it was received by AST Trust Company (Canada)