



**SOLICITATION OF PROXY MANAGEMENT
FOR THE ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS TO BE HELD ON JANUARY 17, 2017**

The undersigned, shareholder of the Corporation, hereby appoint Mr. Christian Dupont, President, or should he be absent or unable to act, Mr. Mario Colantonio, Director, or in their place _____ as my agent and proxy to act at the Annual and Special Meeting of shareholders, to be held on **January 17, 2017 at 10:00 a.m.**, at 15 Gamble Street east, Suite 204, Rouyn-Noranda (Quebec) and at any adjournment thereof, with authority to vote as specified below and as provided in the management proxy circular. The undersigned hereby acknowledges receipt of the Notice of Meeting and of Management Circular pertaining to the Meeting (the "**Circular**").The undersigned hereby instructs the proxy holder to vote as follows:

	FOR	AGAINST
To approve the resolution to fix the number of Directors of the Corporation to be four (4).		
	FOR	WITHHOLD
To elect the following Directors:		
<i>Christian Dupont</i>		
<i>Geoffrey Carter</i>		
<i>Mario Colantonio</i>		
<i>Gerhard Merkel</i>		
To appoint the auditors of the Corporation and to authorize the Board of Directors to fix their remuneration.		
	FOR	AGAINST
To continue the Stock Option Plan of the Corporation.		
To approve a resolution ratifying an amendment to the Shareholder Rights Plan of the Corporation.		

The undersigned confers discretionary authority to his proxyholder with respect to any amendment or variation to subject matters described in the Notice of Meeting accompanying the Circular. This proxy may be revoked at any time before its use.

Date: _____

Name of shareholder: _____
(Please print)

Signature of shareholder: _____

Please Note:

1. The shares represented by this proxy will be voted in accordance with the instructions of the shareholder. Unless an instruction is given above to withhold or against on such matters, the shares represented by this proxy will be voted by the proxyholder in favor of all items.
2. Each shareholder has the right to appoint a person to represent him or her at the Meeting other than the persons named on this proxy to be appointed, who needs not be a shareholder of the Corporation.
3. This form of proxy must be executed by the shareholder or his or her attorney authorized in writing or, if the shareholder is a corporation, by an officer or attorney thereof duly authorized.
4. This instrument of proxy will not be valid and not be acted upon or voted unless it is completed as outlined herein and delivered to the attention of Proxy Dept., CST Trust Company, P.O. Box 721, Agincourt, Ontario, M1S 0A1, by facsimile to 416-368-2502 (Toll Free:1-866-781-3111 Canada & US Only) or by email at proxy@canstockta.com, not less than 48 hours (excluding Saturdays, Sundays and holidays) before the time set for the holding of the Meeting or any adjournment thereof. A proxy is valid only at the meeting in respect of which it is given or any adjournment(s) of that meeting.