# FILO MINING CORP.



8th Floor, 100 University Avenue Toronto, Ontario M5J 2Y1 www.computershare.com

Security Class

Holder Account Number

## Form of Proxy - Annual General and Special Meeting to be held on Wednesday, June 14, 2017

## This Form of Proxy is solicited by and on behalf of Management.

#### Notes to proxy

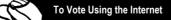
- 1. Every holder has the right to appoint some other person or company of their choice, who need not be a holder, to attend and act on their behalf at the meeting or any adjournment or postponement thereof. If you wish to appoint a person or company other than the persons whose names are printed herein, please insert the name of your chosen proxyholder in the space provided (see reverse).
- 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 may be required to provide documentation evidencing your power to sign this
  proxy.
- 3. This proxy should be signed in the exact manner as the name(s) appear(s) on the proxy.
- 4. If this proxy is not dated, it will be deemed to bear the date on which it is mailed by Management to the holder.
- 5. The securities represented by this proxy will be voted as directed by the holder, however, if such a direction is not made in respect of any matter, this proxy will be voted as recommended by Management.
- 6. The securities represented by this proxy will be voted in favour or withheld from voting or voted against each of the matters described herein, as applicable, in accordance with the instructions of the holder, on any ballot that may be called for and, if the holder has specified a choice with respect to any matter to be acted on, the securities will be voted accordingly.
- 7. This proxy confers discretionary authority in respect of amendments or variations to matters identified in the Notice of Meeting or other matters that may properly come before the meeting or any adjournment or postponement thereof.
- 8. This proxy should be read in conjunction with the accompanying documentation provided by Management.

#### Proxies submitted must be received by 10:00 AM (Pacific Time) on Monday, June 12, 2017.

### VOTE USING THE TELEPHONE OR INTERNET 24 HOURS A DAY 7 DAYS A WEEK!

To Vote Using the Telephone

- Call the number listed BELOW from a touch tone telephone.
  - 1-866-732-VOTE (8683) Toll Free



- Go to the following web site: www.investorvote.com
- Smartphone? Scan the QR code to vote now.



To Receive Documents Electronically

You can enroll to receive future securityholder communications electronically by visiting www.investorcentre.com and clicking at the bottom of the page.

## If you vote by telephone or the Internet, DO NOT mail back this proxy.

Voting by mail may be the only method for securities held in the name of a corporation or securities being voted on behalf of another individual.

Voting by mail or by Internet are the only methods by which a holder may appoint a person as proxyholder other than the Management nominees named on the reverse of this proxy. Instead of mailing this proxy, you may choose one of the two voting methods outlined above to vote this proxy.

To vote by telephone or the Internet, you will need to provide your CONTROL NUMBER listed below.

#### **CONTROL NUMBER**

I/We being holder(s) of Filo Mining Cc Wodzicki, President, CEO and a directo Alessandro Bitelli, a director of the Corp of the Corporation, or failing him, Julie A Corporation,	r of the Co oration, or	rporation, or failing him,	<sup>-</sup> failing him, Jeff Yip, CFO	OR	Print the name of appointing if this other than the Ma Nominees listed h	erson is s agement					
as my/our proxyholder with full power of given, as the proxyholder sees fit) and a 885 West Georgia Street, Vancouver, B	all other ma	tters that m	ay properly come be	efore the A	nnual General and S	Special Mee	ting of shareholder	s of Filo Mining Cor	or if no directions rp. to be held at S	have been uite 2000,	
VOTING RECOMMENDATIONS ARE I	NDICATEI	) by <mark>highl</mark>	IGHTED TEXT OV	er the B	OXES.				For	Against	
1. Number of Directors To set the number of Directors at six (6).											
2. Election of Directors	For Withhold				For	Withhold					
01. Lukas H. Lundin			02. Alessandro Bitelli				03. C. Ashle	y Heppenstall			
04. Paul McRae			05. Pablo Mir			06. Wojtek V	Vodzicki				
									For	Withhold	
3. <b>Appointment of Auditors</b> Appointment of PricewaterhouseCo Directors to fix their remuneration.	opers LL	P, Chartere	ed Accountants, a	s Auditors	s of the Corporatio	on for the e	ensuing year and	authorizing the			
									For	Against	
4. Approval of Stock Option Plan To consider and, if thought fit, to ap option plan, as more particularly de	prove an					proval of t	he Corporation's	incentive stock			
									For	Against	
5. <b>Other Business</b> To transact such further and other b	ousiness a	as may pro	perly be brought l	before the	e Meeting or any a	djournmer	nt or postponeme	ent thereof.			
Authorized Signature(s) - This section must be completed for you instructions to be executed.			-	Signature(s)			Date				
I/We authorize you to act in accordance with my/our instructions set out above. I/We hereby revoke any proxy previously given with respect to the Meeting. If no voting instructions are indicated above, this Proxy will be voted as recommended by Management.											
Interim Financial Statements - Mark this boo like to receive Interim Financial Statements ar accompanying Management's Discussion and mail. If you are not mailing back your proxy, you ma	nd d Analysis by	/	NOT like to receive accompanying Mar mail.	e the Annual nagement's	- Mark this box if you Financial Statements Discussion and Analys nail at www.computers	and s by	ilinglist.				
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