# AGAVE SILVER CORP.



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

Security Class

Holder Account Number

## Form of Proxy - Annual General Meeting to be held on December 16, 2016

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

#### Notes to proxy

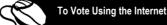
- 1. Every holder has the right to appoint some other person or company of their choice, who need not be a holder, to attend and act on their behalf at the meeting or any adjournment or postponement thereof. If you wish to appoint a person or company other than the persons whose names are printed herein, 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 (Vancouver Time) on December 14, 2016.

## 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.



#### 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**

Appointment of Proxy I/We being holder(s) of Agave Silv President and Chief Executive Office Chief Financial Officer,		<b>by appoint:</b> n, Sherri Od	: Ronald Lang, ribege, Interim	OR	Print the nan appointing if other than th Meeting.	this per	son is som	ou are neone				
as my/our proxyholder with full powe given, as the proxyholder sees fit) a Vaughan, Wills & Murphy LLP, 700 postponement thereof.	er of substitution nd all other mai West Georgia S	n and to atte tters that ma Street, 25th	end, act and to vo ay properly come Floor, Vancouver	te for and or before the A , British Colu	n behalf of the Annual General umbia, V7Y 1B	shareholo Meeting 3, on Deo	der in accor of shareho cember 16,	rdance Iders of 2016 a	with the following of Agave Silver Corp t 10 AM (Vancouv	direction (or if no o. to be held at th er Time) and at a	directions h e offices of iny adjourn	nave been Farris, ment or
VOTING RECOMMENDATIONS AF	RE INDICATED	BY HIGHL	IGHTED TEXT O	VER THE B	OXES.							
											For	Against
1. Number of Directors To set the number of Directors at three (3).												
2. Election of Directors	For	Withhold	I			For	Withhold	d			For	Withhold
01. RONALD LANG			02. ROBERT	PAUL				03. I	RICHARD HAIN	ES		
											For	Withhold
3. Appointment of Auditors Appointment of DeVisser Gray L	LP as Audito	rs of the C	ompany for the	ensuing ye	ear and autho	orizing th	e Director	rs to fix	their remunerat	tion.		
											For	Against
<ol> <li>Changing the Company's Name Changing the name of the Company from Agave Silver Corp. to "First Energy Metals Limited".</li> </ol>												
Authorized Signature(s) - This section must be completed for your nstructions to be executed.					Signat	Signature(s)				Date		
I/We authorize you to act in accorda revoke any proxy previously given w indicated above, this Proxy will be	e					DD]		YY				

Interim Financial Statements - Mark this box if you would like to receive Interim Financial Statements and accompanying Management's Discussion and Analysis by mail.

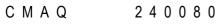
Annual Financial Statements - Mark this box if you would like to receive the Annual Financial Statements and accompanying Management's Discussion and Analysis by mail.

If you are not mailing back your proxy, you may register online to receive the above financial report(s) by mail at www.computershare.com/mailinglist.

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