

# SIERRA GRANDE MINERALS INC.



## Voting Instruction Form (“VIF”) – Annual General and Special Meeting to be held on November 18, 2021

### Appointee(s)

I/We being the undersigned holder(s) of **Company name** hereby appoints **Company appointees Sonny Janda, or failing him, Laine Trudeau**

OR

Print the name of the person you are appointing if this person is someone other than the Management Appointees listed herein:

as my/our appointee with full power of substitution and to attend, act, and to vote for and on behalf of the holder in accordance with the following direction (or if no directions have been given, as the appointee sees fit) and all other matters that may properly come before the Annual General and Special Meeting (the “Meeting”) of **Sierra Grande Minerals Inc.** (the “Corporation”) to be held at **Suite 210, 9648-128<sup>th</sup> Street, Surrey, B.C., V3T 2X9 on November 18, 2021 at 9:30 a.m.** (Vancouver Time) or at any adjournment thereof.

<b>1. Number of Directors.</b> To set the number of directors to be elected at the Meeting to at 4		<b>For</b>	<b>Against</b>
		<input type="checkbox"/>	<input type="checkbox"/>
<b>2. Election of Directors.</b>	<b>For</b>	<b>Withhold</b>	<b>For</b>
<b>a. Sonny Janda</b>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>b. Shaun Dykes</b>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>c. Daryl Ware-Lane</b>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>d. Jared Scharf</b>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>3. Appointment of Auditors.</b> Re-appoint Dale, Matheson, Carr-Hilton, Labonte as auditors for ensuing year and authorize directors to set fees		<b>For</b>	<b>Withhold</b>
		<input type="checkbox"/>	<input type="checkbox"/>
<b>4. Special Resolution:</b>		<b>For</b>	<b>Against</b>
A. The Company is hereby authorized to de-list from the Canadian Securities Exchange without further approval from shareholders to do so.		<input type="checkbox"/>	<input type="checkbox"/>
B. The Company is hereby authorized to Continue out of British Columbia, Canada, to the United States of America, to whichever state it deems best, without further need for approval by shareholders to do so.			
C. The Company is hereby authorized to either:			
i) maintain its current listing on the OTC QB;			
ii) re-apply for listing on the OTCQB;			
iii) submit re-qualification of its current listing on the OTCQB including registration with the SEC in the United States.			
D. Any one director or officer of the Company be and is hereby authorized to execute and deliver, under common seal or otherwise, all such instruments, certificates, documents, directions, notices, acknowledgements and receipts and to perform and to do all such other acts as may be necessary or advisable for the purpose of giving effect to these resolutions;			
E. Notwithstanding the authorization and approval of the resolutions hereinabove the directors are not obligated to proceed with any or all of the said resolutions and may choose not to proceed without the need for consent or approval from shareholders.			
<b>5. Other Business.</b> Any such other business that properly comes before the Meeting.		<b>For</b>	<b>Against</b>
		<input type="checkbox"/>	<input type="checkbox"/>

### Authorized Signature(s) – This section must be completed for your instructions to be executed.

I/we authorize you to act in accordance with my/our instructions set out above. I/We hereby revoke any VIF previously given with respect to the Meeting. If no voting instructions are indicated above, **this VIF will be voted as recommended by Management.**

Signature(s):

Date

	/ /
	<b>MM / DD / YY</b>

**This form of VIF is solicited by and on behalf of Management.**

**VIFs must be received by November 16, 2021 BY 9:30 A.M. (Vancouver Time).**

**Notes to VIF**

1. Each holder has the right to appoint a person, who need not be a holder, to attend and represent him or her at the Annual General and Special Meeting. If you wish to appoint a person other than the persons whose names are printed herein, please insert the name of your chosen appointee in the space provided on the reverse.
2. If the securities are registered in the name of more than one holder (for example, joint ownership, trustees, executors, etc.) then all of the holders must sign this VIF in the space provided on the reverse. If you are voting on behalf of a corporation or another individual, you may be required to provide documentation evidencing your power to sign this VIF with signing capacity stated.
3. This VIF should be signed in the exact manner as the name appears on the VIF.
4. If this VIF 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 VIF will be voted as directed by the holder; however, if such a direction is not made in respect of any matter, this VIF will be voted as recommended by Management.
6. The securities represented by this VIF will be voted or withheld from voting, 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 VIF confers discretionary authority in respect of amendments to matters identified in the Notice of Meeting or other matters that may properly come before the meeting.
8. This VIF should be read in conjunction with the accompanying documentation provided by Management.

**INSTEAD OF MAILING THIS VIF, YOU MAY SUBMIT YOUR VIF USING SECURE ONLINE VOTING AVAILABLE ANYTIME:**



**To Vote Your VIF Online please visit:**

<https://login.odysseytrust.com/pxlogin> and click on

**VOTE**

**. You will require the CONTROL NUMBER printed with your address to the right.**

**If you vote by Internet, do not mail this VIF.**

**To request the receipt of future documents via email and/or to sign up for Securityholder Online services,**

**you may contact Odyssey Trust Company at [www.odysseycontact.com](http://www.odysseycontact.com).**

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. A return envelope has been enclosed for voting by mail.