

# MAINSTREAM MINERALS CORPORATION

## FORM OF PROXY

### FOR USE AT THE ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS TO BE HELD ON NOVEMBER 16, 2021

This proxy is solicited on behalf of the management of MAINSTREAM MINERALS CORPORATION (the "Company"). The undersigned, being a shareholder of the Company hereby appoints, Daniel Nauth, President, Chief Executive Officer, Corporate Secretary and Director of the Company, or failing him, Arvin Ramos, Chief Financial Officer of the Corporation, or instead of either of them, \_\_\_\_\_, as proxyholder for and on behalf of the undersigned with the power of substitution to attend, act and vote for and on behalf of the undersigned in respect of all matters that may properly come before the annual and special meeting of shareholders (the "Meeting") to be held at 217 Queen Street West, Suite 401, Toronto, Ontario on November 16, 2021 at 10:00 am (Eastern time) and at any adjournment or adjournments thereof, to the same extent and with the same power as if the undersigned were personally present at the Meeting or such adjournment or adjournments thereof. The undersigned hereby directs the proxyholder to vote the securities of the Corporation recorded in the name of the undersigned as specified herein.

#### 1. ELECTION OF DIRECTORS

DANIEL NAUTH	ARVIN RAMOS	KELLY MALCOLM	JAMES FAIRBAIRN
FOR <input type="checkbox"/>	FOR <input type="checkbox"/>	FOR <input type="checkbox"/>	FOR <input type="checkbox"/>
WITHHOLD <input type="checkbox"/>	WITHHOLD <input type="checkbox"/>	WITHHOLD <input type="checkbox"/>	WITHHOLD <input type="checkbox"/>

#### 2. APPOINTMENT OF AUDITORS

FOR <input type="checkbox"/>	TO APPOINT JONES & O'CONNELL LLP, CHARTERED PROFESSIONAL ACCOUNTANTS, AS AUDITORS OF THE COMPANY AND TO AUTHORIZE THE DIRECTORS TO FIX THEIR REMUNERATION
WITHHOLD <input type="checkbox"/>	

#### 3. ELECTION OF DIRECTORS CONDITIONAL UPON AND EFFECTIVE FOLLOWING THE COMPLETION OF THE PROPOSED TRANSACTION

CEJAY KIM	BINH QUACH	JACK CAMPBELL	DENIS LAVIOLETTE
FOR <input type="checkbox"/>	FOR <input type="checkbox"/>	FOR <input type="checkbox"/>	FOR <input type="checkbox"/>
WITHHOLD <input type="checkbox"/>	WITHHOLD <input type="checkbox"/>	WITHHOLD <input type="checkbox"/>	WITHHOLD <input type="checkbox"/>

4.	FOR <input type="checkbox"/>	TO CONSIDER AND, IF DEEMED ADVISABLE, TO PASS, WITH OR WITHOUT VARIATION, A SPECIAL RESOLUTION TO AMEND THE ARTICLES OF INCORPORATION OF THE COMPANY TO: (A) CHANGE THE NAME OF THE COMPANY TO "RADIO FUELS ENERGY CORP." OR SUCH OTHER NAME AS THE DIRECTORS OF THE COMPANY, IN THEIR SOLE DISCRETION, MAY DETERMINE AND AS MAY BE ACCEPTABLE TO THE DIRECTOR APPOINTED UNDER THE CANADA BUSINESS CORPORATIONS ACT; (B) DECREASE THE AUTHORIZED CAPITAL OF THE COMPANY BY CANCELLING ALL OF THE AUTHORIZED AND UNISSUED CLASS A RETRACTABLE SHARES AND CLASS B RETRACTABLE SHARES FROM THE AUTHORIZED CAPITAL OF THE COMPANY; (C) INCREASE THE AUTHORIZED CAPITAL OF THE COMPANY BY THE CREATION OF AN UNLIMITED NUMBER OF SPECIAL SHARES, ISSUABLE IN SERIES; AND (D) DECLARE THAT, AFTER GIVING EFFECT TO THE FOREGOING, THE AUTHORIZED CAPITAL OF THE COMPANY SHALL CONSIST OF AN UNLIMITED NUMBER OF COMMON SHARES, WITHOUT PAR VALUE, AND AN UNLIMITED NUMBER OF SPECIAL SHARES, WITHOUT PAR VALUE, ISSUABLE IN SERIES.
	AGAINST <input type="checkbox"/>	

If any amendments or variations to the matters referred to above or to any other matters identified in the notice of meeting are proposed at the Meeting or any adjournment or adjournments thereof, or if any other matters which are not now known to management should properly come before the Meeting or any adjournment or adjournments thereof, this proxy confers discretionary authority on the person voting the proxy to vote on such amendments or variations or such other matters in accordance with the best judgment of such person. To be valid, this proxy must be received by the Company's transfer agent, Capital Transfer Agency ULC, 390 Bay Street, Suite 920, Toronto, Ontario, M5H 2Y2, Fax Number: (416) 350-5008, not later than 48 hours, excluding Saturdays, Sundays and statutory holidays in the City of Toronto, Ontario, prior to the Meeting or any adjournment thereof. Late proxies may be accepted or rejected by the Chairman of the Meeting in his discretion, and the Chairman is under no obligation to accept or reject any particular late proxy.

This proxy revokes and supersedes all proxies of earlier date.

DATED this \_\_\_\_\_ day of \_\_\_\_\_, 2021.

To vote online, please go to:  
[www.capitaltransferagency.com/voteproxy](http://www.capitaltransferagency.com/voteproxy)

Proxy Control Number:

\_\_\_\_\_  
SIGNATURE OF SHAREHOLDER

\_\_\_\_\_  
NAME OF SHAREHOLDER

## NOTES AND INSTRUCTIONS

### THIS PROXY IS SOLICITED BY MANAGEMENT OF THE CORPORATION

1. The common shares represented by this proxy will be voted. Where a choice is specified, the proxy will be voted as directed. Where no choice is specified, this proxy will be voted in favour of the matters listed on the proxy. The proxy confers discretionary authority on the above-named person to vote in his or her discretion with respect to amendments or variations to the matters identified in the notice of meeting accompanying the proxy or such other matters which may properly come before the Meeting.
2. Each shareholder has the right to appoint a person other than management designees specified above to represent them at the Meeting. Such right may be exercised by inserting in the space provided the name of the person to be appointed, who need not be a shareholder of the Company.
3. Each shareholder must sign this proxy. Please date the proxy. If the shareholder is a corporation, the proxy must be executed by officer or attorney thereof duly authorized.
4. If the proxy is not dated in the space provided, it is deemed to bear the date of its mailing to the shareholders of the Company.
5. If the shareholder appoints any of the persons designated above, including persons other than Management Designees, as proxy attend and act at the Meeting:
  - (a) the shares represented by the proxy will be voted in accordance with the instructions of the shareholder on any ballot that may be called for;
  - (b) where the shareholder specifies a choice in the proxy with respect to any matter to be acted upon, the shares represented by the proxy shall be voted accordingly; and
  - (c) IF NO CHOICE IS SPECIFIED WITH RESPECT TO THE MATTERS LISTED ABOVE, THE PROXY WILL BE VOTED FOR SUCH MATTERS.