SPEARMINT RESOURCES INC.



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

Security Class

Holder Account Number

Form of Proxy - Annual and Special General Meeting to be held on November 18, 2016

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

Notes to proxy

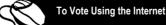
- 1. Every holder has the right to appoint some other person or company of their choice, who need not be a holder, to attend and act on their behalf at the meeting or any adjournment or postponement thereof. If you wish to appoint a person or company other than the persons whose names are printed herein, 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, Pacific Time, on November 16, 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

I/We being holder(s) of Spearmint Resources Inc. hereby appoint: James Nelson, or failing him, Conrad Clemiss, Print the name of the person you are appointing if this person is someone other than the Chairman of the Meeting.												
as my/our proxyholder with full power of sul given, as the proxyholder sees fit) and all o Clark Wilson LLP, 900 – 885 West Georgia	ther mat	ters that ma	av properly come	before the A	Innual and Spec	cial Gene	eral Meetin	a of sharehold	ders of Spear	mint Resourc	no directions es Inc. to be	have been held at
VOTING RECOMMENDATIONS ARE IND	CATED	by <mark>highl</mark>	IGHTED TEXT O	VER THE B	OXES.						For	Against
1. Number of Directors To set the number of Directors at 3.												
2. Election of Directors	For	Withhold				For	Withhold	1			For	Withhold
01. Conrad Clemiss			02. James Ne	elson					ory Thomson	n		
											For	Withhold
3. Appointment of Auditors Appointment of Buckley Dodds Parker LLP as Auditors of the Company for the ensuing year and authorizing the Directors to fix their remuneration.												
											For	Against
 Stock Option Plan To consider and, if thought fit, pass a resolution approving the Company's Incentive Stock Option Plan. 												
											For	Against
 New Articles To consider and, if thought fit, to approve a special resolution to adopt new articles for the Company (the "New Articles") which would replace the Company's current Articles. 												
											For	Against
 Advance Notice Provisions To approve a special resolution to include certain advance notice provisions for the nomination of directors in certain circumstances to the New Articles. 												
Authorized Signature(s) - This so instructions to be executed.	ection	must be	completed for	or your	Signatu	re(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.									001			

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