WINSTON GOLD MINING 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 Friday, October 23, 2015

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

Notes to proxy

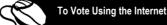
- 1. Every holder has the right to appoint some other person or company of their choice, who need not be a holder, to attend and act on their behalf at the meeting or any adjournment or postponement thereof. If you wish to appoint a person or company other than the persons whose names are printed herein, 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 (Central Daylight Time) on October 21, 2015.

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

Polinsky, President, Chief Financial Officer and Director of the Corporation, or failing him, Murray Nye, Chief Executive Officer and Director of the o	Print the name of the person you are pointing if this person is someone ther than the Chairman of the Meeting.	
as my/our proxyholder with full power of substitution and to attend, act and to vote for and on b given, as the proxyholder sees fit) and all other matters that may properly come before the Ann 201-919 Notre Dame Avenue, Winnipeg, Manitoba, Canada, on October 23, 2015 at 10:00 AM	nual General and Special Meeting of shareholders of Winston G	old Mining Corp. to be held at
VOTING RECOMMENDATIONS ARE INDICATED BY HIGHLIGHTED TEXT OVER THE BO	XES.	For Against
1. Number of Directors To set the number of Directors at four (4).		
2. Election of Directors For Withhold	For Withhold	For Withhold
01. Max Polinsky 02. Murray Nye	03. Darwin Ben Porterfiel	
04. Al Fabbro		
		For Withhold
3. Appointment of Auditors Appointment of Collins Barrow Toronto LLP as Auditors of the Corporation for the er remuneration.	nsuing year and authorizing the Directors to fix their	
		For Against
4. By-Law Resolution To consider, and if deemed advisable, to pass an ordinary resolution ratifying, confir	rming and approving the new By-Law No. 1.	
5. Stock Option Resolution To consider and, if deemed advisable, to pass, with or without variation, an ordinary stock option plan, including the reservation for issuance under the new stock option		fanew
outstanding shares of the Corporation.		For Against
6. Prior Acts of Directors Resolution To consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution ratifying, confirming, and adopting all actions, deeds and proceedings of the Board of Directors done prior and subsequent to the incorporation of the Corporation with respect to the appointment and resignation of directors and officers of the Corporation and the approval of all private placements and issuances from treasury thereunder.		
Authorized Signature(s) - This section must be completed for your instructions to be executed.	Signature(s) D	ate
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 box if you would like to receive the Annual Financial Statements - Mark this box if you would 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. W G O Q 2 1 5 8 4 4 A R 1		