# **MINERA IRL LIMITED**



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 7, 2017

## 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).
- 2. 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.
- 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.

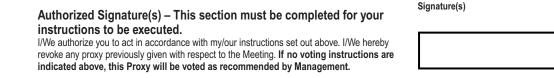
#### Proxies submitted must be received by 10.00am PST (Vancouver Time) on December 5, 2017.

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### **Appointment of Proxyholder**

I/We, being holder(s) of Minera IRL Limited hereby appoint Gerardo Perez	OR	Print the name of the person you are appointing if this person is someone other than Gerardo Perez.			
I/We hereby appoint Gerardo Perez OR the person indicated in the box above as my/our proxy with full power of substitution, to attend, act (with all of the powers I/we would possess if personally present at the Meeting or any adjournment thereof) and vote in respect of my/our full voting entitlement on my/our behalf at the Annual General Meeting of Minera IRL LTD to be held at Clark Wilson LLP, 900 – 885 West Georgia Street, Vancouver, BC V6C 3H1 Canada on 7 December 2017 at 10.00am, and at any adjourned meeting or postponement thereof.					
VOTING RECOMMENDATIONS ARE INDICATED BY HIGHLIGH	TED TEXT OVER	THE BOXES.			Vote
Ordinary Resolutions			For	Against	Withhold
<b>1.</b> To receive the audited financial statements of the company for the ye auditors thereon.	ear ended 31 Dece	ember 2016, and the report of the directors and the			
2. To re-elect and re-appoint Gerardo Perez to serve as a director in ac	cordance with the	Articles of Association of the Company.			
3. To elect and re-appoint Diego Benavides to serve as a director in acc	cordance with the	Articles of Association of the Company.			
4. To elect and re-appoint Michael lannacone to serve as a director in a	accordance with th	e Articles of Association of the Company.			
5. To elect and re-appoint Jesus Lema to serve as a director in accorda	ance with the Artic	es of Association of the Company.			
6. To elect and re-appoint Santiago Valverde to serve as a director in a	ccordance with the	Articles of Association of the Company.			
7. To appoint PKF Littlejohn LLP as auditors of the Company from the meeting of the Company and to authorise the directors to determine the			ral		



#### Signature(s)

Date



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