



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

Security Class

Holder Account Number

# Form of Proxy - Annual General and Special Meeting to be held on April 28, 2021

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

#### Notes to proxy

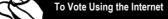
- 1. Every holder has the right to appoint some other person or company of their choice, who need not be a holder, to attend and act on their behalf at the meeting or any adjournment or postponement thereof. If you wish to appoint a person or company other than the persons whose names are printed herein, 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 1:00 p.m., Pacific Time, on April 26, 2021.

## 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.



To Receive Documents Electronically

You can enroll to receive future securityholder communications electronically by visiting www.investorcentre.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.

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.

If you vote by telephone or the Internet, DO NOT mail back this proxy.

#### **CONTROL NUMBER**

## **Appointment of Proxyholder**

I/We being holder(s) of Capstone Mini Brack, or failing him, Darren Pylot,	ng Corp. ł	nereby app	oint: George	OR	Print the name of the appointing if this per- other than the Chairn Meeting.	son is som	ou are neone				
as my/our proxyholder with full power of a given, as the proxyholder sees fit) and al Office of Capstone Mining Corp., 510 We	substitution I other mat est Georgia	n and to atte tters that ma a Street, Sui	end, act and to vol ay properly come l ite 2100, Vancouv	te for and o before the <i>A</i> ver, B.C. on	n behalf of the sharehold Annual General and Spe Wednesday, April 28, 2	ler in accor cial Meetin 021 at 1:00	rdance with the following g of shareholders of Caps p.m., and at any adjourn	direction (or if no stone Mining Corp ment or postpone	directions l b. to be hele ment there	have been d at the eof.	
VOTING RECOMMENDATIONS ARE IN	IDICATED	BY <mark>HIGHL</mark>	IGHTED TEXT O	VER THE E	BOXES.					_	
									For	Against	
1. Number of Directors											
To set the number of Directors at eig	jht.										
2. Election of Directors											 Fold
	For	Withhold			For	Withhold	d		For	Withhold	1 010
01. George Brack			02. Robert Ga	llagher			03. Anne Giardini				
04. Peter Meredith			05. Dale Peniu	uk			06. Darren Pylot				
07. SeungWan Shon			08. Richard Zi	mmer							
									For	Withhold	
3. Appointment of Auditors											
Appointment of Deloitte LLP as Audi	tors of Ca	apstone fo	r the ensuing ye	ar and aut	thorizing the Directors	to fix the	ir remuneration.				
									For	Against	
4. Approve and Ratify Capstone's	Treasury	y Share U	nit Plan						_	_	
To approve and ratify the resolution of Directors on March 2, 2021 under			nation Circular a	pproving t	he Treasury Share Ui	nit Plan ar	nd all grants awarded b	y the Board			
									For	Against	
5. Advisory Vote on Executive Co	mpensat	ion									Fold
Pass an advisory vote on Capstone'	s approad	ch to exect	utive compensat	tion.							
Authorized Signature(s) - This instructions to be executed.	section	must be	completed fo	or your	Signature(s)			Date			
I/We authorize you to act in accordance revoke any proxy previously given with re indicated above, this Proxy will be vot	espect to the	ne Meeting.	If no voting instr	ructions ar	e			<u>DD</u> ]	<u> </u>	YY	
Interim Financial Statements - Mark this box like to receive Interim Financial Statements an accompanying Management's Discussion and mail.	d Analysis by		like to receive the accompanying M mail.	e Annual Fina lanagement's	s - Mark this box if you wou ancial Statements and Discussion and Analysis by	,	Information Circular - receive the Information securityholders' meeting	Circular by mail for	would like to the next	)	
If you are not mailing back your proxy, you may	y register on	nine to receiv	e ine above financia	report(s) by	mail at www.computershare	e.com/mailin	yııst.				
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