

Security Class

Holder Account Number

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Voting Instruction Form ("VIF") - Special Meeting to be held on Tuesday, May 8, 2018 (the "Meeting")

NON-REGISTERED (BENEFICIAL) SHAREHOLDERS

1. We are sending to you the enclosed proxy-related materials that relate to a Meeting of the shareholders of the common shares that are held on your behalf by the intermediary identified above. Unless you attend the Meeting and vote in person, your shares can be voted only by Management, as proxyholder of the registered shareholder, in accordance with your instructions.
2. *We are prohibited from voting these shares on any of the matters to be acted upon at the Meeting without your specific voting instructions. In order for these common shares to be voted at the Meeting, it will be necessary for us to have your specific voting instructions. Please complete and return the information requested in this VIF to provide your voting instructions to us promptly.*
3. If you want to attend the Meeting and vote in person, please write your name in the place provided for that purpose in this form. You can also write the name of someone else whom you wish to attend the Meeting and vote on your behalf. Unless prohibited by law, the person whose name is written in the space provided will have full authority to present matters to the Meeting and vote on all matters that are presented at the Meeting, even if those matters are not set out in this form or the information circular. Consult a legal advisor if you wish to modify the authority of that person in any way. If you require help, please contact the Registered Representative who services your account.
4. **This VIF should be signed by you in the exact manner as your name appears on the VIF. If these voting instructions are given on behalf of a body corporate set out the full legal name of the body corporate, the name and position of the person giving voting instructions on behalf of the body corporate and the address for service of the body corporate.**
5. If this VIF is not dated, it will be deemed to bear the date on which it is mailed by Management to you.
6. **When properly signed and delivered, common shares represented by this VIF will be voted as directed by you, however, if such a direction is not made in respect of any matter, the VIF will direct the voting of the common shares to be made as recommended in the documentation provided by Management for the Meeting.**
7. This VIF confers discretionary authority on the appointee to vote as the appointee sees fit in respect of amendments or variations to matters identified in the notice of Meeting or other matters as may properly come before the Meeting or any adjournment thereof.
8. Your voting instructions will be recorded on receipt of the VIF.
9. By providing voting instructions as requested, you are acknowledging that you are the beneficial owner of, and are entitled to instruct us with respect to the voting of, these common shares.
10. If you have any questions regarding the enclosed documents, please contact the Registered Representative who services your account.
11. This VIF should be read in conjunction with the information circular and other proxy materials provided by Management.

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VIFs submitted must be received by 11:00 AM (Pacific Time) on Friday, May 4, 2018.

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



To Vote Using the Telephone

- Call the number listed BELOW from a touch tone telephone.

1-866-734-VOTE (8683) Toll Free



To Vote Using the Internet

- 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 VIF.

Voting by mail may be the only method for common shares held in the name of a corporation or common shares being voted on behalf of another individual.

Voting by mail or by Internet are the only methods by which a shareholder may choose an appointee other than the Management Nominees named on the reverse of this VIF, you may choose one of the two voting methods outlined above to vote this VIF.

To vote by telephone or the Internet, you will need to provide your CONTROL NUMBER listed below.

CONTROL NUMBER



Appointee(s)

Management Nominees are: J. Duane Poliquin, or failing him, Morgan Poliquin (the "Nominees"),

OR

If you wish to attend in person or appoint someone else other than the Nominees to attend on your behalf, print your name or the name of your appointee in this space (see Note #3 on reverse).

as my/our appointee to attend, act and vote in accordance with the following instruction (or if no instructions have been given, as the appointees sees fit) and on all other matters that may properly come before the Meeting of shareholders of Almadex Minerals Limited ("Almadex") to be held at the offices of Borden Ladner Gervais LLP, 1200 Waterfront Centre, 200 Burrard Street, in Vancouver, British Columbia, on Tuesday, May 8, 2018 at 11:00 AM (Pacific Time) and at any adjournment or postponement thereof.

VOTING RECOMMENDATIONS ARE INDICATED BY **HIGHLIGHTED TEXT** OVER THE BOXES.

For **Against**

1. Arrangement Resolution

To consider and, if thought fit, to pass, with or without variation, a special resolution to approve a statutory plan of arrangement under Section 288 of the *Business Corporations Act* (British Columbia) which involves, among other things, the distribution of common shares of 1154229 B.C. Ltd. ("Spinco") to current shareholders of Almadex on a basis of one Spinco share per common share of Almadex outstanding, all as more particularly described in the accompanying Information Circular.

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Authorized Signature(s) - This section must be completed for your instructions to be executed.

If you are voting on behalf of a corporation or another individual you may be required to provide documentation evidencing your power to sign this VIF with signing capacity stated.

Signature(s)

Date

DD / MM / YY

