Wilanour Resources Limited

Suite 2700, 145 King Street West
Toronto, Ontario, Canada M5H IJ8

FORM OF PROXY

THIS PROXY IS SOLICITED BY THE MANAGEMENT OF WILANOUR RESOURCES LIMITED

The undersigned shareholder of **Wilanour Resources Limited,** revoking all proxies previously given, hereby appoints Robert R. McEwen as proxyholder of the undersigned, or failing him, Rolando C. Francisco, or failing him, Abraham N. Rubinfeld, or ...., each with the power to appoint such person's substitute, and hereby authorizes such person to represent and to vote, as designated below, all voting shares in the capital of Wilanour Resources Limited, held of record by the undersigned on November 24, 1997 **at the adjourned special meeting of shareholders to be held on February 9, 1998 and any and all adjournments thereof (the "Adjourned Meeting").**

1. **FOR** ☐ **AGAINST** ☐ the special resolution approving and adopting the amalgamation agreement among the Corporation, Goldcorp Inc. and 1269518 Ontario Limited.

In addition, the undersigned appoints such person as proxy to vote and act as aforesaid upon any amendments or variations to the matters identified in the Notice of Adjourned Meeting and on all other matters that may properly come before the Adjourned Meeting.

Please sign exactly as name appears on the reverse side of this form of proxy. When shares are held by joint tenants, both should sign. When signing as attorney, executor, administrator, trustee or guardian, please give full title and provide evidence of appointment. If the shareholder is a corporation the proxy must be signed by its duly authorized officers. If the shareholder is a partnership, the proxy must be signed by an authorized partner. A facsimile signature is not permitted.

DATED: ____, **1998**
PLEASE COMPLETE, DATE AND RETURN THIS PROXY PROMPTLY USING THE ENCLOSED ENVELOPE

____
Signature(s)

NOTES:
(1) **If any amendments to or variations of matters identified in the Notice of Adjourned Meeting are proposed at the Adjourned Meeting or if any other matters properly come before the Adjourned Meeting, this proxy confers discretionary authority to vote on such amendments, variations or other matters in accordance with the best judgment of the person voting the proxy at the Adjourned Meeting.**
(2) **A shareholder has the right to appoint a person (who need not be a shareholder) to represent the shareholder at the Adjourned Meeting other than the persons designated in this form of proxy. Such right may be exercised by filling in the blank space provided and striking out the other names on the form of proxy or by completing and depositing another proper form of proxy.**
(3) **If this proxy is not dated, it will be deemed to bear the date on which it was mailed.**

This proxy must be received by the Corporation no later than 4:00 p.m. (Eastern Standard Time) on February 6, 1998 or, if the Adjourned Meeting is adjourned, not later than two days, excluding Saturdays and holidays, preceding the time of such adjourned meeting.