

Security Class

Holder Account Number

Intermediary

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Voting Instruction Form ("VIF") - Annual General and Special Meeting to be held on June 25, 2021

NON-REGISTERED (BENEFICIAL) SECURITYHOLDERS

1. We are sending to you the enclosed proxy-related materials that relate to a meeting of the holders of the series or class of securities that are held on your behalf by the intermediary identified above. Unless you attend the meeting and vote in person, your securities can be voted only by management, as proxy holder of the registered holder, in accordance with your instructions.
2. **We are prohibited from voting these securities on any of the matters to be acted upon at the meeting without your specific voting instructions.** In order for these securities 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 a date is not inserted in the space provided on the reverse of this VIF, it will be deemed to bear the date on which it was mailed by management to you.
6. **When properly signed and delivered, securities represented by this VIF will be voted as directed by you, however, if such a direction is not made in respect of any matter, and the VIF appoints the Management Nominees, the VIF will direct the voting of the securities to be made as recommended in the documentation provided by Management for the meeting.**
7. Unless prohibited by law, 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. 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 securities.
9. If you have any questions regarding the enclosed documents, please contact the Registered Representative who services your account.
10. 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 10:00 a.m. (Vancouver time) on June 23, 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.

1-866-734-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 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 choose an appointee other than the Management appointees named on the reverse of this VIF. Instead of mailing 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)

I/We being holder(s) of securities of Marfil Mines Limited (the "Company") hereby appoint: Robert Abenante, or failing this person, Greg Burnett (the "Management Nominees")

OR

If you wish to attend in person or appoint someone else 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 to vote in accordance with the following direction (or if no directions have been given, as the appointee sees fit) and on all other matters that may properly come before the Annual General and Special Meeting of shareholders of the Company to be held via teleconference only, on June 25, 2021 at 10:00 a.m. (Vancouver time), and at any adjournment or postponement thereof.

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

1. Number of Directors

To set the number of Directors at four (4).

For **Against**

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2. Election of Directors

For **Withhold**

For **Withhold**

For **Withhold**

01. Robert Abenante

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02. Greg Burnett

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03. Daniel Buffone

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04. James M. Carter

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For **Against**

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3. Ratification of Appointment of Auditors:

To ratify the appointment of Dale Matheson Carr-Hilton LaBonte LLP as the auditors of the Company for the financial years ending December 31, 2019 and December 31, 2020 and to ratify the remuneration that was paid to the auditors for the financial years ending December 31, 2019 and December 31, 2020.

For **Withhold**

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4. Appointment of Auditors

Appointment of Dale Matheson Carr-Hilton Labonte LLP, Chartered Professional Accountants, as the auditors of the Company and authorization of the directors of the Company to fix the remuneration to be paid to the auditors.

For **Against**

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5. Re-designation of Shares and Adoption of New Articles

To consider and, if thought fit, to approve a special resolution to re-designate the Class A common shares of the Company as "common shares" and the Class B Preferred Shares of the Company as "preferred shares" and to adopt new articles for the Company which would replace the Company's current Articles, as described in the accompanying Information Circular.

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6. Advance Notice Provisions

To consider, and if thought fit, to approve a special resolution to include certain advance notice provisions for the nomination of directors by shareholders in certain circumstances to the New Articles, as described in the accompanying Information Circular.

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7. Shareholder Rights Plan

To consider and, if thought fit, to approve a Shareholder Rights Plan, as described in the accompanying Information Circular.

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8. Equity Incentive Plan

To consider and, if thought fit, to approve a disinterested resolution to ratify, confirm and approve the Company's Equity Incentive Plan, as described in the accompanying Information Circular.

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9. Delisting of Company's Shares

To approve the delisting of the Company's common shares from the TSX Venture Exchange, at the discretion of the board of directors of the Company.

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10. Ratification of Failure to Comply with Company Act

To consider and, if thought fit, to pass a resolution authorizing the Company to make application to the Supreme Court of British Columbia pursuant to Section 229 of the *Business Corporations Act*, British Columbia, in order to rectify the Company's failure to hold an annual general meeting during the 2019 and 2020 calendar years and, in connection therewith, to distribute interim and annual financial statements.

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

I/We authorize you to act in accordance with my/our instructions set out above. I/We hereby revoke any VIF previously given with respect to the Meeting. If no voting instructions are indicated above, and the VIF appoints the Management Nominees, this VIF will be voted as recommended by Management.

Signature(s)

Date

MM / DD / YY

Interim Financial Statements – Mark this box if you would like to receive Interim Financial Statements and accompanying Management's Discussion and Analysis by mail.

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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.

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If you are not mailing back your VIF, you may register online to receive the above financial report(s) by mail at www.computershare.com/maillinglist.



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