



How to Vote

The record date for the Special Meeting of Shareholders (“Meeting”) has been fixed at **November 16, 2018**, and only shareholders of record as of that date are entitled to vote at the Meeting.

How do I vote?

There are different ways to submit your voting instructions depending on whether you are a registered or non-registered shareholder.

Registered shareholders: You must be a registered shareholder at the close of business on November 16, 2018, to vote. You may vote in person or by proxy. Your proxyholder need not be a Company Shareholder.

Non-Registered shareholders: You may vote or appoint a proxy using the Voting Instruction Form provided to you. Your vote or proxy appointment will be submitted by your bank, trust company, securities broker, trustee, custodian or other nominee who holds Company Shares on your behalf to the Company.

How do I vote my Company Shares in person?

If you are a **registered shareholder and plan to attend** the Meeting on Monday, December 17, 2018, and you wish to vote your Company Shares in person at the Meeting, do not complete the Form of Proxy. Instead, please register with the Company’s transfer agent, Computershare Investor Services Inc. (“**Computershare**”), upon arrival at the Meeting.

If you do not wish to attend the Meeting in person, please complete the [Form of Proxy](#) and see the answer to the question, “*What should I do with my completed Form of Proxy?*” below.

If your Company Shares are held in an account with a bank, trust company, securities broker, trustee or other intermediary, please see the answer to the question “*How do I vote if my Company Shares are held in the name of an intermediary?*” below.

How do I know if I am a registered shareholder or a non-registered shareholder?

You may own Company Shares in one or both of the following ways:

1. If you are in possession of a physical share certificate, you are a “**registered shareholder**” and your name and address are known to us through our transfer agent, Computershare.
2. If you own Company Shares through an account with a bank, trust company, securities broker, trustee or other intermediary, you are a “**non-registered shareholder**” and you will not have a physical share certificate. In this case, you will have an account statement from your bank or broker as evidence of your share ownership.

Most of our Company Shareholders are non-registered shareholders. Their Company Shares are registered in the name of an intermediary, such as a bank, trust company, securities broker, trustee, custodian or other nominee who holds Company Shares on their behalf, or in the name of a clearing agency in which the intermediary is a participant (such as CDS Clearing and Depository Services Inc.). Intermediaries have obligations to forward the Notice of Meeting, the Circular, the Form of Proxy or the Voting Instruction Form and the Letter of Transmittal (collectively the “**Meeting Materials**”) to such non-registered shareholders unless otherwise instructed by the holder (and as required by regulation in some cases, despite such instructions).

Objecting beneficial owners (“**OBOs**”) are non-registered shareholders who do not want us to know their identity.

Non-objecting beneficial owners (“**NOBOs**”) are non-registered shareholders who do not object to us knowing their identity.

Broadridge Financial Solutions, Inc. (“**Broadridge**”) will send the Meeting Materials to NOBOs, along with instructions for completing and returning the Form of Proxy and the Voting Instruction Form. Broadridge is responsible for following the voting instructions they receive, tabulating the results and providing appropriate instructions to our transfer agent, Computershare.

If you are a United States or Canada-based OBO, Broadridge will send the Meeting Materials to your intermediary who can forward such Meeting Materials to you. The package includes the Notice of Meeting, the Circular and a request for a Voting Instruction Form or a Form of Proxy.

Company Shareholders may vote by internet, phone, fax, or mail, by following the instructions below:

	Registered Shareholders <i>Shares held in own name and represented by a physical certificate.</i>	Non-objecting Beneficial Shareholders (NOBOs) and Objecting Beneficial Shareholders (OBOs) <i>Shares held with a bank, trust company, securities broker, trustee or other nominee.</i>
Internet:	www.investorvote.com	www.proxyvote.com
Phone or Fax:	Phone: 1-866-732-8683 Fax: 1-866-249-7775	Call or fax to the number(s) listed on your voting instruction form and vote using the control number provided therein.
Mail:	Return the form of proxy or voting instruction form in the enclosed postage paid envelope.	Return the voting instruction form in the enclosed postage paid envelope.

If my Company Shares are held in the name of an intermediary, will they automatically vote my Company Shares for me?

No. Specific voting instructions must be provided. See “*How do I vote if my Company Shares are held in the name of an intermediary?*” below.

How do I vote if my Company Shares are held in the name of an intermediary?

NOBOs: Fill in the Voting Instruction Form you received and carefully follow the instructions provided. You can send your voting instructions by phone or by mail or through the internet.

OBOs: Sign and date the Voting Instruction Form your intermediary sends to you, and follow the instructions for returning the form. Your intermediary is responsible for properly executing your voting instructions.

Only registered shareholders, or the persons they appoint as proxies, are permitted to attend and vote at the Meeting without taking further steps.

To attend and vote at the Meeting: (i) if you are a NOBO, you must follow the instructions on the Voting Instruction Form or request a legal proxy to grant you the right to attend the Meeting and vote in person; and (ii) if you are an OBO, you must follow the instructions on the Voting Instruction Form, or in the case of a Form of Proxy, strike out the names of the person named in the proxy and insert your (or such other person's) name in the blank space provided.

What happens if I sign the enclosed Form of Proxy?

If you are a **registered shareholder**, signing the [Form of Proxy](#) gives authority to the Company's listed officers to vote your Company Shares at the Meeting in accordance with your instructions. You have the right to appoint as your proxyholder a person or company (who need not be a Company Shareholder) other than the persons designated in the Form of Proxy accompanying this Circular, to attend and to act on your behalf at the Meeting. You may do so by striking out the names of the persons designated in the Form of Proxy and by inserting that other person's name in the blank space provided. If you hold your Company Shares through an intermediary you should refer to "*How do I vote if my Company Shares are held in the name of an intermediary?*" above.

What should I do with my completed Form of Proxy?

If you are a registered shareholder, you must deposit your completed proxy with Computershare Investor Services Inc., Attention: Proxy Department, 100 University Avenue, 8th Floor, Toronto, Ontario, Canada, M5J 2Y1, no later than 10:30 a.m. (Vancouver time) on Thursday, December 13, 2018, or at least 48 hours (excluding Saturdays, Sundays and holidays) prior to the time of any adjournment or postponement of the Meeting. You can send your voting instructions by phone or by mail or through the internet.

If you hold Company Shares through an intermediary you should refer to "*How do I vote if my Company Shares are held in the name of an intermediary?*" above.

QUESTIONS?

If you have any questions about the procedures to be followed to vote at the Meeting or about obtaining and depositing the required form of proxy or voting instruction form, you should contact **Laurel Hill Advisory Group** by telephone (toll free for callers in North America) at 1-877-452-7184 or 1-416-304-0211 (for collect calls outside North America) or by e-mail at assistance@laurelhill.com.