

Security Class

Holder Account Number

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## Form of Proxy - Annual General and Special Meeting to be held on April 21, 2022

### 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 Management Nominees whose names are printed herein, please insert the name of your chosen proxyholder in the space provided (see reverse).
2. 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 may be required to provide documentation evidencing your power to sign this proxy with signing capacity stated.
3. This proxy should be signed in the exact manner as the name(s) appear(s) on the proxy.
4. If a date is not inserted in the space provided on the reverse of this proxy, it will be deemed to bear the date on which it was mailed to the holder by Management.
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, and the proxy appoints the Management Nominees listed on the reverse, 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. If you have 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 and Management Information Circular or other matters that may properly come before the meeting or any adjournment or postponement thereof, unless prohibited by law.
8. This proxy should be read in conjunction with the accompanying documentation provided by Management.

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Proxies submitted must be received by 10:00 am, Pacific Time, on April 19, 2022.

### 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**



#### To Vote Using the Internet

- Go to the following web site:  
[www.investorvote.com](http://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](http://www.investorcentre.com).

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

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.

#### CONTROL NUMBER



### Appointment of Proxyholder

I/We being holder(s) of securities of American Cumo Mining Corporation (the "Company") hereby appoint: Shaun Dykes, or failing this person, Trevor Burns (the "Management Nominees")

OR

Print the name of the person you are appointing if this person is someone other than the Management Nominees listed herein.

as my/our proxyholder with full power of substitution and to attend, act and to vote for and on behalf of the holder in accordance with the following direction (or if no directions have been given, as the proxyholder 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 as a virtual meeting on April 21, 2022 at 10:00 am, (Pacific 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 4.

<b>For</b>	<input type="checkbox"/>	<b>Against</b>	<input type="checkbox"/>
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#### 2. Election of Directors

	<b>For</b>	<b>Withhold</b>		<b>For</b>	<b>Withhold</b>		<b>For</b>	<b>Withhold</b>
01. Dr. John Moeller	<input type="checkbox"/>	<input type="checkbox"/>	02. Trevor Burns	<input type="checkbox"/>	<input type="checkbox"/>	03. Wayne Kettleston	<input type="checkbox"/>	<input type="checkbox"/>
04. Shaun Dykes	<input type="checkbox"/>	<input type="checkbox"/>						

#### 3. Appointment of Auditors

Appointment of DeVisser Gray LLP as Auditors of the Company for the ensuing year and authorizing the Directors to fix their remuneration.

<b>For</b>	<input type="checkbox"/>	<b>Withhold</b>	<input type="checkbox"/>
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#### 4. Approval of Stock Option Plan

"RESOLVED that:

- the Option Plan, being a "rolling" stock option plan, of American CuMo Mining Corporation, as amended by the board of directors and substantially in the form presented to the shareholders (the "Amended Option Plan"), be and is hereby approved;
- the number of Common Shares reserved for issuance under the Amended Option Plan shall be no more than 10% of the Company's issued and outstanding share capital at the time of any stock option grant;
- the board of directors of the Company be authorized on behalf of the Company to make any further amendments to the Amended Option Plan as may be required by regulatory authorities, without further approval of the shareholders of the Company, in order to ensure adoption of the Amended Option Plan; and
- the approval of the Amended Option Plan by the board of directors of the Company is hereby ratified and confirmed any one director or officer of the Company is hereby authorized and directed for and in the name of and on behalf of the Company to execute or cause to be executed, whether under corporate seal of the Company or otherwise, and to deliver or cause to be delivered all such documents, and to do or cause to be done all such acts and things as in the opinion of such director or officer may be necessary or desirable in connection with the foregoing."

<b>For</b>	<input type="checkbox"/>	<b>Against</b>	<input type="checkbox"/>
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#### 5. Changing Name of the Company to Multi-Metal Development Limited

"RESOLVED, as a special resolution, that:

- the name of the Company be changed from "American CuMo Mining Corporation" to "Multi-Metal Development Ltd." or such other name as the directors of the Company may deem appropriate and the TSX Venture Exchange may permit and the Notice of Articles of the Company be amended accordingly (the "Name Change");
- any one director or officer of the Company be and is hereby authorized to execute and deliver and file all such notices, documents and instruments, including the required Notice of Alteration that the Notice of Articles of the Company be altered to provide for the new name of the Company and to do such further acts as he in his discretion may deem necessary to give full effect to this resolution;
- upon the Notice of Alteration taking effect, the Company's Articles be altered to reflect the Name Change;
- the board of directors of the Company be and is hereby authorized at any time in its absolute discretion, to revoke this special resolution and abandon or terminate the Name Change if determined to be appropriate and in the best interest of the Company to do so without further confirmation, ratification or approval of the shareholders of the Company; and
- any director or officer of the Company be and is hereby authorized and directed, for and on behalf of the Company, to do all such further acts and to execute and deliver all such further documents or instruments as may be required in order to give effect to the foregoing resolutions and all such acts and all such documents or instruments so executed shall be deemed to have been authorized by these resolutions."

<b>For</b>	<input type="checkbox"/>	<b>Against</b>	<input type="checkbox"/>
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#### 6. Private Placement of 31,000,000 units at a price of US\$0.10 in International CuMo Mining Corporation

"RESOLVED as an ordinary resolution of the disinterested shareholders that:

- The private placement (the "ICMC Private Placement") of an aggregate of 31,000,000 units ("ICMC Units") of International CuMo Mining Corporation ("ICMC") at a price of US\$0.10 per ICMC Unit, each ICMC Unit comprised of one common share of ICMC (a "ICMC Share") and one share purchase warrant of ICMC (an "ICMC Warrant"), each ICMC Warrant exercisable to purchase one ICMC Share at a price of US\$0.15 per ICMC Warrant Share for a period of 5 years, and as more particularly described and set forth in the management information circular of the Company accompanying the notice of this Meeting, is hereby authorized and approved;
- The participation of the Company to the amount of \$550,000 to purchase 5,555,000 units in return for the transfer of expenditures to ICMC is hereby authorized and approved; and
- Any officer or director of the Company is hereby authorized and directed, for and on behalf of the Company, to execute or cause to be executed and to deliver or cause to be delivered all such other documents and instruments and to perform or cause to be performed all such other acts and things as such person determines may be necessary or desirable to give full effect to the foregoing resolutions and the matters authorized thereby, such determination to be conclusively evidenced by the execution and delivery of any such document or instrument or the performance of any such act or thing."

<b>For</b>	<input type="checkbox"/>	<b>Against</b>	<input type="checkbox"/>
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#### Signature of Proxyholder

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

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.

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

