



8th Floor, 100 University Avenue Toronto, Ontario M5J 2Y1 www.computershare.com

**Security Class** 

Holder Account Number

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# Voting Instruction Form ("VIF") - Annual General and Special Meeting to be held on June 28, 2023

## 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.
- 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.

VIFs submitted must be received by 10:30 a.m., Pacific Daylight Time, on June 26, 2023.

### 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** 

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### Appointee(s)

I/We being holder(s) of securities of EMX Royalty Corporation (the "Company") hereby appoint: David M. Cole, President and CEO, or failing this person, Douglas Reed, CFO, or failing this person, Rocio Echegaray, Corporate Secretary (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 at Suite 501, 543 Granville Street, Vancouver, BC V6C 1X8 and via Teleconference by calling Toll Free 1.877.385.4099 (Canada and USA) or at +1.403.232.0994 (international) Access Code: 3507562# on Wednesday, June 28, 2023 at 10:30 a.m. (Pacific Daylight Time), and at any adjournment or postponement thereof.

							For	Against
Number of Directors  To set the number of Directors and the number of Directors.	at six (6).							
2. Election of Directors	For	Withhold	i	For	Withhol	d	For	Withhold
01. David M. Cole			02. Sunny Lowe			03. Henrik Lundin		
04. Larry Okada			05. Geoff Smith			06. Michael Winn		
							For	Withhold
3. Appointment of Auditors  Appointment of Davidson & Cor	mpany LLP as	s Auditors	of the Company for the en	suing year and author	rizing the	Directors to fix their remuneration		
							For	Against
4. Ratification of Stock Option To ratify and approve the Comp		Option Plar	n as described in the Comp	oany's Management I	nformatio	n Circular dated May 13, 2023.		
5. Amendments to the Stock	Option Plan						For	Against
	-	oany's Sto	ck Option Plan as describe	ed in the Company's N	Managem	ent Information Circular dated Ma	у	
	is to the comp							
13, 2023.							For	Against
13, 2023. 6. Amendments to the RSU P	lan	oany's Res	stricted Share Unit Plan as	described in the Com	npany's M	lanagement Information Circular	For	Against
13, 2023.  6. Amendments to the RSU Pl To approve certain amendment	lan ts to the Comp			described in the Com	npany's M	lanagement Information Circular	For	Against

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/mailinglist.



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