

# GOLD

**SIR ROYALTY INCOME FUND  
FORM OF PROXY (“PROXY”)  
ANNUAL GENERAL MEETING  
JUNE 29, 2021 AT 4:00 PM**

# GOLD

This form of **GOLD** proxy is solicited on behalf of the SIR Royalty Income Fund (the “Fund”) by the Trustees of the Fund for use at the annual meeting of Unitholders scheduled to be held on Tuesday, June 29, 2021 (including any adjournment or postponement thereof, the “Meeting”).

The undersigned holder of units of the Fund or holder of class A GP units of SIR Royalty Limited Partnership hereby appoints Peter Fowler or, failing him, John McLaughlin or, instead of either of the foregoing (strike out preceding names and print name of alternative nominee), \_\_\_\_\_, as his, her or its attorney and proxy, with full power of substitution, to represent the undersigned at the Meeting of Unitholders of the Fund scheduled to be held on the 29<sup>th</sup> of June via teleconference and webcast from SIR Corp.’s offices located at 5360 South Service Road, Suite 200, Burlington, Ontario, commencing at 4:00 p.m. (Toronto time), and at any and all adjournments or postponements thereof, and to vote and otherwise act there at for and on behalf of and in the name of the undersigned in respect of all matters that may come before the Meeting or any adjournment or postponement thereof in the same manner as the undersigned could do if personally present there at, said attorney and proxy being hereby instructed to vote at the Meeting or any adjournment or postponement thereof as follows:

**RESOLUTIONS - MANAGEMENT VOTING RECOMMENDATIONS ARE INDICATED BY HIGHLIGHTED TEXT ABOVE THE BOXES**

**1. Election of Trustees**

You may NOT vote “For” more than NINE (9) of the TEN (10) nominees listed below for election as trustees in total.

	<b>FOR</b>	WITHHOLD
a) Douglas Buchanan	<input type="checkbox"/>	<input type="checkbox"/>
b) Peter Fowler	<input type="checkbox"/>	<input type="checkbox"/>
c) Sandra Levy	<input type="checkbox"/>	<input type="checkbox"/>
d) Norm Mayr	<input type="checkbox"/>	<input type="checkbox"/>
e) John McLaughlin	<input type="checkbox"/>	<input type="checkbox"/>
f) William Rogers	<input type="checkbox"/>	<input type="checkbox"/>
g) Kim van Nieuwkoop	<input type="checkbox"/>	<input type="checkbox"/>
	<b>FOR</b>	<b>WITHHOLD</b>
h) Stephen Dewis	<input type="checkbox"/>	<input type="checkbox"/>
i) Michael Fisher	<input type="checkbox"/>	<input type="checkbox"/>
j) Lembit Janes	<input type="checkbox"/>	<input type="checkbox"/>

**2. Appointment of Auditor**

	<b>FOR</b>	WITHHOLD
Appointment of <b>PricewaterhouseCoopers LLP</b> as auditor of the Fund	<input type="checkbox"/>	<input type="checkbox"/>

To Vote **For** or to **Withhold** from Voting (or, if no specification is made, **For**), a resolution re-appointing PricewaterhouseCoopers LLP to act as auditors of the Fund, and to authorize the Trustees to fix the remuneration of the auditors.

**The undersigned hereby revokes any prior proxy or proxies. With respect to amendments or variations to any matter in the Notice of Meeting and any other matters which may properly come before the Meeting, the undersigned hereby confers discretionary authority on the person who votes and acts hereunder to vote with respect to the matter as he, she or it thinks fit. The units of the Fund or class A GP units of SIR Royalty Limited Partnership represented by this proxy will be voted in accordance with the instructions given on any vote or ballot called.**

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2021.

Print name \_\_\_\_\_

Signature of Unitholder \_\_\_\_\_

Phone Number of Unitholder \_\_\_\_\_

Number of Units represented hereby \_\_\_\_\_

## Instructions for Proxy

1. This proxy must be dated and signed by a Unitholder (including a holder of class A GP units of SIR Royalty Limited Partnership) or his or her attorney duly authorized in writing, or if the holder is a corporation, by the proper officers or directors under its corporate seal, or by an officer or attorney thereof duly authorized. When signing in a fiduciary or representative capacity, please give full title as such.
2. **A Unitholder (including a holder of class A GP units of SIR Royalty Limited Partnership) has the right to appoint a person or company to participate and act for him or her and on his, her or its behalf at the Meeting other than the persons designated in this form of proxy.** Such right may be exercised by filling in the name of such person in the blank space provided and striking out the names of the persons designated in this form of proxy. A person appointed as proxy holder to represent a Unitholder need not be a Unitholder of the Fund. **A person appointed as your proxy holder must be present at the Meeting to vote.**
3. If not dated, this proxy will be deemed to bear the date on which it was mailed on behalf of the Fund. This proxy ceases to be valid one year from its date.
4. Each Unitholder (including each holder of class A GP units of SIR Royalty Limited Partnership) is respectfully requested to date and sign this form of proxy and return it using the self-addressed envelope provided.
5. To be valid, this proxy must be received by the proxy department of Computershare Investor Services Inc., Attn: Proxy Department, 100 University Avenue, 8<sup>th</sup> Floor, Toronto, Ontario M5J 2Y1, not later than 4:00 p.m. (Toronto time) on June 25<sup>th</sup>, 2021 or, if the Meeting is adjourned or postponed, 48 hours before any reconvened meeting. Proxies may be returned by mail in the enclosed envelope.
6. **You may vote “FOR” up to nine (9) of the ten (10) nominees listed for election as trustees in total. Those nominees receiving the greatest number of votes will be declared elected. If you vote “For” more than the maximum number of nominees indicated above for election as trustees, this proxy will be invalid with respect to the resolution for election of trustees and none of your votes for the election of trustees will be counted.**
7. Reference is made to the accompanying Management Information Circular for further information regarding the completion and use of this proxy and other information pertaining to the Meeting.
8. **In light of the ongoing public health concerns related to COVID-19 and in order to comply with the measures imposed by the federal and provincial governments and social distancing protocols, the Fund is encouraging Unitholders and others not to attend the meeting in person. NO FOOD OR DRINK WILL BE OFFERED AT THE MEETING.** The Fund is offering its Unitholders (including holders of class A GP units of SIR Royalty Limited Partnership) the option to listen and participate (but not vote) at the Meeting in real time by conference call or webcast at the following coordinates:  
  
**Conference Call:** 416-764-8659, or toll free 1-888-664-6392  
**Webcast Link:** [https://produceredition.webcasts.com/starthere.jsp?ei=1467193&tp\\_key=4e9aa45aa5](https://produceredition.webcasts.com/starthere.jsp?ei=1467193&tp_key=4e9aa45aa5)  
**Or go to:** [www.sircorp.com/sir-royalty-income-fund/presentations](http://www.sircorp.com/sir-royalty-income-fund/presentations)
9. At the proxy holder’s discretion upon any amendments or variations to matters specified in the Notice of Meeting or upon any other matters as may properly come before the Meeting or any adjournment or postponement thereof, the person or entity executing this proxy hereby ratifies and confirms all that such proxy holder may do by virtue hereof.
10. Unitholders can email any questions they may have for the board of trustees of the Fund and Officers of SIR Corp. in advance of the Meeting to [ir@sircorp.com](mailto:ir@sircorp.com).