



Silver Crown Royalties Inc. Majority Voting Policy

The Board of Directors (the “**Board**”) of Silver Crown Royalties Inc. (the “**Company**”) believes that each of its members should carry the confidence and support of its shareholders. To this end, the directors have unanimously adopted this statement of policy. Future nominees for election to the Board will be asked to subscribe to this statement before their names are put forward.

Other than at contested meetings, each director of the Company will be elected by a majority of the shareholder votes cast with respect to his or her election. A “contested meeting” is when the number of directors nominated for election is greater than the number of seats available on the Board. This policy does not apply to contested elections.

In the event of an uncontested election, if the number of shareholder votes withheld exceeds the number of shareholder votes in favour of the nominee, the nominee will be considered not to have received the confidence of the shareholders and must immediately submit his or her resignation to the Board, even though duly elected as a matter of corporate law. A director who tenders a resignation pursuant to this policy will not participate in any meeting of the Board or any committee of the Board at which the resignation is considered.

The Board will determine whether to accept the resignation within 90 days after the date of the shareholders’ meeting. In the absence of exceptional circumstances, the Board will accept the resignation. The resignation of a director will be effective when accepted by the Board. The Company will promptly issue a news release with the Board’s decision regarding the resignation, a copy of which will be filed with the Cboe Canada Inc. or any other exchange on which the Company’s securities are traded, as applicable. If the Board determines not to accept the resignation, the news release will fully state the reasons for that decision.

Following each election at an uncontested meeting, the Company will promptly disclose by press release the detailed voting results of the election as the percentage or number of votes received in favour and withheld for each director.

The Company will fully describe this policy annually in its proxy materials sent to shareholders in connection with a meeting in which directors are being elected. Forms of proxy provided for use at a shareholders meeting where directors are to be elected will enable the shareholders to vote in favour of or to withhold from voting with respect to each nominee separately.