

INSTRUMENT OF PROXY

For the Annual and Special Meeting of Shareholders of Common Shares of

Labrador Iron Mines Holdings Limited

To be held on September 18, 2014 at 11:30 AM (Toronto Time)

The undersigned holder of Common Shares of Labrador Iron Mines Holdings Limited (the “**Corporation**”) hereby appoints (with full power of appointment and substitution), John F. Kearney, Chairman of the Corporation, or failing him, Rodney Cooper, President of the Corporation, or in place or stead of the foregoing, Neil J.F. Steenberg, Secretary of the Corporation, or instead of any of them, the following appointee _____ as Proxyholder on behalf of the undersigned to attend the Annual and Special Meeting of the Corporation (the “**Meeting**”) to be held at The National Club, 303 Bay Street, Tudor East & West, Toronto, Ontario M5H 2R1, on September 18, 2014 at 11:30 AM (Toronto time), and at any adjournment thereof. The undersigned hereby revokes any instrument of proxy heretofore given to attend and vote at the Meeting. Without limiting the general power hereby conferred, the person above named is directed to vote as follows:

1. VOTED FOR or WITHHOLD FROM VOTING in respect of the election of the following directors:

	FOR	WITHHOLD
John F. Kearney	<input type="checkbox"/>	<input type="checkbox"/>
D. William Hooley	<input type="checkbox"/>	<input type="checkbox"/>
Eric Cunningham	<input type="checkbox"/>	<input type="checkbox"/>
Matthew Coon-Come	<input type="checkbox"/>	<input type="checkbox"/>
Gerald Gauthier	<input type="checkbox"/>	<input type="checkbox"/>
Danesh Varma	<input type="checkbox"/>	<input type="checkbox"/> (and, if no specification is made, to vote FOR);

2. To vote FOR ☐ or WITHHOLD VOTE FROM ☐ the resolution appointing McGovern Hurley Cunningham, Chartered Accountants, as the auditors of the Corporation for the ensuing year and authorizing the directors of the Corporation to fix their remuneration (and, if no specification is made, to vote FOR);
3. To vote FOR ☐ or AGAINST ☐ an ordinary resolution to amend By-Law No 2 of the Corporation to permit transmission of materials electronically as set forth in the Information Circular (and, if no specification is made, to vote FOR); and
4. At the discretion of the said Proxyholder, to vote upon any amendments or variation of the above matter or any other matter that may be properly brought before the said Meeting or any adjournment thereof.

This Proxy is solicited on behalf of the Management of the Corporation and will be voted as directed in the space provided above or, if no direction is given, it will be voted FOR each resolution. The persons named in this Proxy are officers of the Corporation. Each shareholder has the right to appoint a person, who need not be a shareholder, to attend and to act for him and on his behalf at the Meeting, other than the persons designated above. To exercise such rights, the names of the persons designated by Management to act should be crossed out and the name of the shareholder's appointee should be legibly printed in the blank space provided.

DATED this ____ day of _____, 2014

Signature of Shareholder

Shareholder's Name (Please Print)

NOTES

1. In the event that the date is not completed, this Proxy will be deemed to be dated upon the day that it is mailed by the Corporation to the securityholder.
2. This Proxy will not be valid and will not be acted upon or voted unless it is signed and delivered to the attention of Olympia Transfer Services Inc. at 8F, 100 University Avenue, Toronto, Ontario M5J 2Y1 or mailed to PO Box 1775, 31 Adelaide Street East, Toronto, ON M5C 0A2, no later than 48 hours prior to the Meeting time or delivered to the Chairman at the Meeting.
3. In addition to any revocation in any other manner permitted by law, a Proxy may be revoked by instrument in writing executed by the securityholder or his attorney duly authorized in writing or, if the securityholder is a company, under its corporate seal by an officer or attorney thereof duly authorized and deposited either at the registered office of the Corporation, c/o 220 Bay St. Suite 700 Toronto, Ontario M5J 2W4, at any time up to and including 4:30 p.m. on the last Business Day preceding the day of the Meeting, or any adjournment thereof, at which the Proxy is to be used, or with the Chairman at the Meeting on the date of the Meeting, or any adjournment thereof and upon such deposit, the Proxy is revoked.
4. The signature on the Proxy should be exactly the same as the name in which the shares are registered. If the appointee is a corporation, the Proxy must be exercised under its corporate seal or signed by an officer or attorney duly authorized. Persons signing as executors, administrators, trustees, etc. should so indicate.