## LITHIUM AMERICAS CORP.



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

**Security Class** 

**Holder Account Number** 

Fold

Fold

# Form of Proxy - Special Meeting to be held on March 27, 2017

# 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 persons 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 must sign this proxy with signing capacity stated, and you may be required to provide documentation evidencing your power to sign this proxy.
- 3. This proxy should be signed in the exact manner as the name(s) appear(s) on the proxy.
- 4. If this proxy is not dated, it will be deemed to bear the date on which it is mailed by Management to the holder.
- 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, 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 and, if the holder has 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 or other matters that may properly come before the meeting or any adjournment or postponement thereof.
- 8. This proxy should be read in conjunction with the accompanying documentation provided by Management.

Proxies submitted must be received by Thursday, March 23, 2017 at 10:00 AM (Pacific Time).

### VOTE USING THE TELEPHONE, INTERNET OR FAX 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
- Smartphone? Scan the QR code to vote now.





# To Vote by Fax

- Complete, sign and date the reverse hereof.
- Forward it by fax to 1-866-249-7775 for calls within Canada and the U.S. There is NO CHARGE for this
- Forward it by fax to 416-263-9524 for calls outside Canada and the U.S.

## If you vote by telephone, the Internet or Fax, 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, by Internet or Fax 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 three 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 Lithium Americas Corp. hereby appoint: Thomas Hodgson, CEO and Director, or failing him, Tracy Hansen, VP and Corporate Secretary	OR	Print the name of the person you are appointing if this person is someone other than the Management proxyholders.	

Authorized Signature(s) - This section must be completed for your instructions to be executed	Signature(s) Date			
				Fold
common shares at a price of 640.00 per common share on a private pracement basis pursuant t	o the terms of an investment agreement with bot innovation it to Etd.			Fold
1. <b>Issuance of Common Shares Pursuant to a Private Placement</b> To consider and, if deemed advisable, pass, with or without variation, an ordinary resolution, the to be Acted Upon" of the management information circular (the " <b>Circular</b> ") of Lithium Americas Common shares at a price of C\$0.85 per common share on a private placement basis pursuant to	Corp. (the "Company") authorizing the Company to issue 50,000,000	For	Against	
VOTING RECOMMENDATIONS ARE INDICATED BY HIGHLIGHTED TEXT OVER THE	BOXES.			
as my/our proxyholder with full power of substitution and to attend, act and to vote for and on bel given, as the proxyholder sees fit) and all other matters that may properly come before the Speci Vancouver, BC, V6C 2G8 on Monday, March 27, 2017 at 10:00 AM (Pacific Time) and at any adjoint of the control of the contro	al Meeting of shareholders of Lithium Americas Corp. to be held at 1100			

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, this proxy will be voted as recommended by Management.

218705

Signature(s)	Date
	MM / DD / YY





