# PROOF OF KARNALYTE 2018 VOTE FRAUD

Following an inquiry to CIBC regarding changes to his personal votes cast at the 2018 KRN Annual Meeting, Stan Phinney received confirmation of multiple vote changes that KRN management orchestrated to win an "uncontested" vote for the entire Board of Directors. A WITHHOLD vote over 50% would have resulted in the entire board resigning.

EXHIBIT 5 of 40+: See Attached

Source: AST proxyvote.com

via Meera Dial, Senior Account Processing Officer, CIBC

**Broker:** CIBC Wood Gundy

Shareholder: Nancy PHINNEY

Shareholder Vote Confirmation: June 4, 2018

Shares voted: 16,708

Votes Cast: WITHHOLD ALL

**VOTE CHANGED: WITHOLD ALL to ABSTAINED** (not counted)

**AST Vote Record: Abstained** 

Page 2

Attachment 1: Screenshot of file sent to Stan Phinney from Kathy Sundell CIBC, in response to his complaint about a second voter package sent out by AST/King using the same proxy numbers. This led to the discovery that AST could reopen the CLOSED vote files and alter the vote from WITHHOLD ALL to ABSTAIN.

Attachment 2: Email communication between Meera Dial, CIBC Toronto and Kathy Sundell, CIBC Wood Gundy, Thunder Bay.

#### Attachment 3:

Nancy Phinney's Control Numbers: 2294 5862 5039 6806

2571 4399 9268 8366

Attachment 4: Nancy Phinney's Vote Record with confirmation number - Vote cast: WITHHOLD ALL

Resards, Meera Dial

Senior Account Processing Officer Voluntary Corporate Actions, Brokerage Credit & Client Service | Capital Markets / Wealth Management Operations | Technology & Operations | CIBC 22 Front Street West | 7th Floor | Toronto, ON, M5J 2W5 | [416] 681-4285 | meera.dial@cibc.ca

This email message and any attachments are CONFIDENTIAL. If you have received this message in error, please notify us immediately by return email and delete this message and any attachments without disclosing or distributing them further. Thank you. Ce courriel, ainsi que toute pièce jointe, est CONFIDENTIEL. Si vous avez reçu ce message par erreur, veuillez nous en aviser sur-le-champ en nous le renvoyant et le supprimer, ainsi que toute pièce jointe, sans en avoir divulgué ou diffusé le contenu. Merci.

From: CAeventscibc, Mailbox Sent: Wednesday, September 05, 2018 2:30 PM To: Sundell, Kathy; CAeventscibc, Mailbox

Subjects: RE: Job #: P07797 KARNALYTE RESOURCES INC received a second vote package on cibc stationary in km"s annual agm

Hi Kathy:

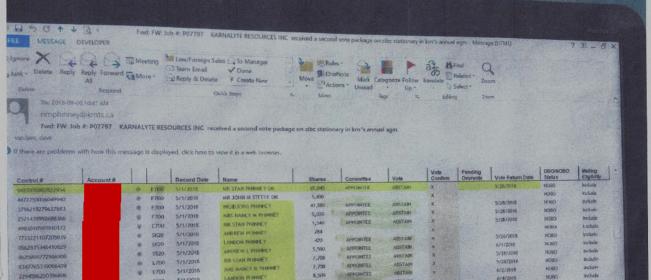
Broadridge mailed to all (OBOs &NOBOs)

Voting To: (S60013) AST TRUST COMPANY (CANADA)

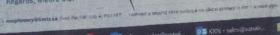
Tabulating Agent: (S00360) D. F. KING

Voted Holders: 47 % Voted Shares: 30.216

Reported Shares: Reported Holders: 4



Regards, Meera Dial



5K20

C290

5/1/2018



6/4/2018





7654626202337194

7386224609823326











GAVIN PHROE'Y



185,621

ARSTAIN

## VOTING INSTRUCTION FORM

#### KARNALYTE RESOURCES INC.

MEETING TYPE:

ANNUAL AND SPECIAL MEETING

MEETING DATE:

THURSDAY, JUNE 07, 2018 AT 9:30 A.M. CST

RECORD DATE:

ACCOUNT NO:

PROXY DEPOSIT DATE:

FOR HOLDERS AS OF MAY 01, 2018

JUNE 05, 2018

CUID:

WGDB C32

34

CUSIP: 000691\*\*\*91 @ E7D0 485672208





7708

CONTROL NO.: →

2294 5862 5039 6806

STEP 2	No. of Contract of			APPOINT A	PROXY (OPTIONAL)				Start By	
APPOINTEE(S): W. Todd	Rowan, F	rank D. Wheatley								
IF YOU WISH TO ATTEND THE MEETIN ADJOURNMENT OR POSTPONEMENT ATTENDING THE MEETING IN THE SPA WILL HAVE FULL AUTHORITY TO ATTE ADJOURNMENT OR POSTPONEMENT	THEREOF, OTH ACE PROVIDED END, VOTE AN	ER THAN THE PERSON(S) S HEREIN, UNLESS YOU INS D OTHERWISE ACT IN RES	PECIFIED ABOVE, P TRUCT OTHERWISE SPECT OF ALL MAT	RINT YOUR NAME OR T E, THE PERSON WHOSE ITERS THAT MAY COM	THE NAME OF THE OTHER PERSON NAME IS WRITTEN IN THIS SPACE E BEFORE THE MEETING OR ANY	10	カンら PLEASE PRIN	JAW AMA T APPOINTEE NAME ABOVE		
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01-Mark Zachanowich	FOR	MILIMHOUP D								
02-W. Todd Rowan		M)								
03-Peter Matson										
04-Gregory Szabo		M								
05-Vishvesh D. Nanavaty										
06-Sanjeev V. Varma		<b>89</b>								
ITEM(S): VOTING RECOMME	NDATIONS	ARE INDICATED BY	BOLD TEXT	OVER THE BOXES	5 (FILL IN ONLY ONE BOX "	PER ITE	M IN BLACK O	R BLUE INK)		
2 The appointment of EPMS LLP, a ensuing year and to authorize th Company to fix the auditor's rem	he Board of Di		RECOMME FOR	ENDATION: FOR WITHOUT						
3 The special resolution approving articles to change the Company's Fertilizers Inc."			FOR A	ENDATION: FOR						

THIS DOCUMENT MUST BE SIGNED AND DATED

SIGNATURE(S) \*INVALID IF NOY SIGNED\*

## VOTING INSTRUCTION FORM

## KARNALYTE RESOURCES INC.

MEETING TYPE:

ANNUAL AND SPECIAL MEETING

MEETING DATE:

THURSDAY, JUNE 07, 2018 AT 9:30 A.M. CST

RECORD DATE: PROXY DEPOSIT DATE: FOR HOLDERS AS OF MAY 01, 2018

IF YOU WISH TO ATTEND THE MEETING OR DESIGNATE ANOTHER PERSON TO ATTEND, VOTE AND ACT ON YOUR BEHALF AT THE MEETING, OR ANY ADJOURNMENT OR POSTPONEMENT THEREOF, OTHER THAN THE PERSON(S) SPECIFIED ABOVE, PRINT YOUR NAME OR THE NAME OF THE OTHER PERSON ATTENDING THE MEETING IN THE SPACE PROVIDED HEREIN. UNLESS YOU INSTRUCT OTHERWISE, THE PERSON WHOSE NAME IS WRITTEN IN THIS SPACE WILL HAVE FULL AUTHORITY TO ATTEND, VOTE AND OTHERWISE ACT IN RESPECT OF ALL MATTERS THAT MAY COME BEFORE THE MEETING OR ANY

STEP 2

JUNE 05, 2018

ADJOURNMENT OR POSTPONEMENT THEREOF, EVEN IF THESE MATTERS ARE NOT SET OUT IN THE FORM OR THE CIRCULAR.

CUID:

WGDB C32

485672208

9020

CONTROL NO.: →

2571 4399 9268 8366







APPOINTEE(S): W. Todd Rowan, Frank D. Wheatley

### COMPLETE YOUR VOTING DIRECTIONS

APPOINT A PROXY (OPTIONAL)

ELECTION OF DIRECTOR			: FOR ALL THE N	IOMINEES PROPOS	SED AS DIRECTORS	(FILL IN ONLY ONE BOX	("III" PER NO	MINEE IN BLACK (	OR BLUE INK)
01-Mark Zachanowich	FR	WITHHOLD							
02-W. Todd Rowan		<b>60</b>							
03-Peter Matson									
04-Gregory Szabo									
05-Vishvesh D. Nanavaty		M							
06-Sanjeev V. Varma									

ITEM(S): VOTING RECOMMENDATIONS ARE INDICATED BY BOLD TEXT OVER THE BOXES (FILL IN ONLY ONE BOX " " PER ITEM IN BLACK OR BLUE INK)

- 2 The appointment of KPMS LLP, as auditor of the Company for the ensuing year and to authorize the Board of Directors of the Company to fix the auditor's remuneration.
- 3 The special resolution approving an amendment to the Company's articles to change the Company's name to "Alere Chemicals & Fertilizers Inc."

RECOMMENDATION: FOR FOR WITHHOLD

RECOMMENDATION: FOR



THIS DOCUMENT MUST BE SIGNED AND DATED

SIGNATURE(S) \*INVALID IF NOT SIGNED\*

## VOTING INSTRUCTION FORM

KARNALYTE RESOURCES INC.

APPOINTEE(S): W. Todd Rowan, Frank D. Wheatley

ANNUAL AND SPECIAL MEETING

MEETING TYPE: MEETING DATE:

THURSDAY, JUNE 07, 2018 AT 9:30 A.M. CST

RECORD DATE:

FOR HOLDERS AS OF MAY 01, 2018

STEP 2

JUNE 05, 2018

CUID:

WGDB C32

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**APPOINT A PROXY (OPTIONAL)** 

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CONTROL NO.: →

9483 9769 8282 2954





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STEP 3			C	OMPLETE YOUR VOTING D	IRECTIONS		100
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02-W. Todd Rowan							
03-Peter Matson		胂					
04-Gregory Szabo							
05-Vishvesh D. Nanavaty		Sil					
06-Sanjeev V. Varma							
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The appointment of KPING LLP, as auditor of the Company for the ensuing year and to authorize the Board of Directors of the			RECOMMEN	NDATION: FOR WITHHOLD			
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