

# AMERICAS SILVER CORPORATION

## LETTER OF TRANSMITTAL

**TO: COMPUTERSHARE TRUST COMPANY OF CANADA**

The undersigned hereby represents and warrants that the undersigned is the owner of the number of common shares (“**common shares**”) of Americas Silver Corporation (the “**Corporation**”) which shares are represented by the share certificate(s) or DRS statement(s) described below and delivered herewith and the undersigned has good title to the shares represented by the said certificate(s) or DRS statement(s), free and clear of all liens, charges and encumbrances, and has full power and authority to herewith deposit such shares.

Certificate Number	Number of Shares	Registered in the Name of

In connection with the proposed share consolidation, shareholders of the Corporation were asked at a meeting held on December 19, 2016 (the “**Meeting**”) to approve the consolidation of the outstanding Common Shares at a ratio to be determined by the Board of Directors, in its discretion, to be no smaller than one new post-consolidation common share for each 10 pre-consolidation common shares and no larger than one new post-consolidation common share for each 18 pre-consolidation common shares (the “**Share Consolidation**”).

As publicly announced by the Corporation subsequent to the Meeting, shareholders have approved the Share Consolidation, and the Board of Directors has implemented the Share Consolidation.

The above-listed holdings are hereby tendered in exchange for certificates or Direct Registration Advice (“**DRS Advice**”) representing Common Shares of the Corporation. Where the exchange results in a fractional share, the number of Common Shares will be rounded down to the nearest whole common share.

The undersigned authorizes and directs Computershare Trust Company of Canada to issue a Direct Registration (“**DRS**”) advice for the Corporation to which the undersigned is entitled as indicated below and to mail such advice to the address indicated below or, if no instructions are given, in the name and to the address if any, of the undersigned as appears on the share register maintained by Computershare Trust Company of Canada. In the event that a DRS advice is not available, a stock certificate of the Corporation will be issued and mailed to the address indicated below.

Name <b>(please print)</b>			
Address			
City	Province	Postal Code	
Telephone (Office) (     )	(Home) (     )	Social Insurance Number	Tax Identification Number

Date: \_\_\_\_\_

\_\_\_\_\_  
Signature of Shareholder

