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10 *Attorneys for Debtor*  
11 *Star Mountain Resources, Inc.*

12 **IN THE UNITED STATES BANKRUPTCY COURT**  
13 **FOR THE DISTRICT OF ARIZONA**

14 In re

15 STAR MOUNTAIN RESOURCES,  
16 INC. *f/d/b/a* Jameson Stanford  
17 Resources Corp., *f/d/b/a*  
18 MyOtherCountryClub.com,

19 Debtor.

Chapter 11

Case No: 2:18-bk-01594-DPC

**BALLOT FOR ACCEPTING OR  
REJECTING THE JOINT CHAPTER 11  
PLAN OF REORGANIZATION  
PROPOSED BY THE DEBTOR AND THE  
CREDITORS' COMMITTEE, AS  
SUPPLEMENTED BY THE SECOND  
SUPPLEMENT, PROVIDED TO  
HOLDERS OF EQUITY INTERESTS  
ONLY**

**The Voting Deadline is 5:00 p.m. Mountain Standard (Arizona) Time, December 9, 2018. Ballots must be received by that date and time by Mail or by Fax or Email. If not timely received, the Ballot will not be counted, unless otherwise ordered by the Court.**

21 This Ballot (the "Ballot") is being sent to you as the holder of an equity interest in  
22 Star Mountain Resources, Inc. ("Star Mountain" or the "Debtor") in its Chapter 11 Case.  
23 The Debtor and the Official Committee of Unsecured Creditors (the "Committee")  
24 proposed a Joint Plan of Reorganization dated September 24, 2018 (the "Joint Plan")  
25 under Chapter 11 of Title 11 of the United States Code, 11 U.S.C. § 101 *et seq.* (the  
26 "Bankruptcy Code"). The Plan can be confirmed by the United States Bankruptcy Court  
for the District of Arizona (the "Bankruptcy Court") and thereby made binding upon you  
if it is accepted by holders of at least two-thirds in amount and more than one-half in  
number of holders of interests in a class voting on the Plan, or as otherwise allowed under  
applicable law. Creditors have already voted to accept the Joint Plan.

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**IF YOU PREVIOUSLY RETURNED A BALLOT WITH RESPECT TO THE JOINT PLAN AND DO NOT WISH TO CHANGE YOUR VOTE, YOUR EARLIER VOTE REMAINS VALID AND WILL BE COUNTED, AND YOU DO NOT NEED TO FILE A BALLOT. IF YOU DID NOT PREVIOUSLY VOTE, OR IF YOU WISH TO CHANGE YOUR VOTE, YOU MUST DO SO IN ACCORDANCE WITH THIS BALLOT.**

At a preliminary hearing on November 5, 2018, the Court ruled that additional information is needed to be provided to holders of equity interests in the Debtor (but not to creditors) and that holders of interests would be given another opportunity to vote.

You should review the Disclosure Statement and the Joint Plan, together with the First Plan Supplement and the enclosed Second Plan Supplement, before you vote. You may wish to seek legal advice concerning the Joint Plan and your classification and treatment under the Plan. If you hold equity interests in more than one class, you should submit a ballot for each class in which you are entitled to vote.

An affirmative or **Accepts the Joint Plan** vote on this ballot will have the cumulative effect of allowing equity to have the possibility of dividend from future activities of the Reorganized Debtor.

A negative or **Rejects the Joint Plan** vote supports the end to any further business activities by the Reorganized Debtor and, if the no votes carry, it would have the effect of eliminating any possibility of dividend from such future business activities.

**PLEASE READ AND FOLLOW THE ATTACHED INSTRUCTIONS CAREFULLY. COMPLETE, SIGN AND DATE THIS BALLOT ON OR BEFORE DECEMBER 9, 2018 BY 5:00 P.M., MOUNTAIN STANDARD (ARIZONA) TIME. TO BE COUNTED, YOUR BALLOT MUST BE RECEIVED BY THIS DATE AND TIME. SEND IT TO:**

**Mailed to:  
Attn.: Nancy J. March  
Fennemore Craig, P.C.  
One South Church Ave., Suite 1010  
Tucson, Arizona 85701  
Fax: (520) 879-6882  
Email: [nmarch@fclaw.com](mailto:nmarch@fclaw.com)  
Attorneys for the Debtor**

If the Joint Plan is confirmed by the Bankruptcy Court, it will be binding on you whether or not you vote.

1 **Acceptance or Rejection of the Plan.**

2 The undersigned, the holder of a Class \_\_\_\_\_ Equity Interest of \_\_\_\_\_  
3 common/preferred (circle one) shares against or in the Debtor:

4 *Check one box only* \_\_\_\_\_

5  **Accepts the Joint Plan, as Supplemented**

6  **Rejects the Joint Plan, as Supplemented**

7 Name of Creditor or  
8 Interest Holder

\_\_\_\_\_  
(Print or Type)

9 Signature:

\_\_\_\_\_

10 Print Name of Person Signing  
11 (if different from above):

\_\_\_\_\_

12 Title:

\_\_\_\_\_  
(If Appropriate)

13 Street Address:

\_\_\_\_\_

14 City, State, Zip Code:

\_\_\_\_\_

15 Telephone Number:

( ) \_\_\_\_\_

16 Date Completed:

\_\_\_\_\_

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18 If you are completing the Ballot on behalf of another person or entity, indicate your  
19 relationship with such person or entity and the capacity in which you are signing.

20 **IF YOU HAVE ANY QUESTIONS REGARDING THE BALLOT OR THE**  
21 **VOTING PROCEDURES, OR IF YOU NEED ADDITIONAL COPIES OF THE**  
22 **BALLOT, PLEASE CONTACT GIDGET KELSEY-BACON AT**  
23 **gkbacon@fclaw.com.**  
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