

# BWR Exploration Inc. (the "Company")

## Form of Proxy ("Proxy")

Record Date: April 15, 2024

Control Number:

Meeting Date: May 30, 2024

Proxy Deadline: May 28, 2024

Shares to Vote:

\*\*\*\*\*  
 The Company is holding its Annual General and Special Meeting of shareholders (the "Meeting") on May 30, 2024, at 11:00 a.m.(Toronto Time) by teleconference at the following phone numbers: 647-723-3984 or 1-866-365-4406 (Canada & US) Access Code: 8320313#.

Please vote your shares prior to the Proxy Deadline listed above using one of the following options:

1. Online at [www.voteproxy.ca](http://www.voteproxy.ca) and by registering using your control number provided above;
2. By fax by sending your voting instructions to 416-360-7812; or
3. By emailing [info@marrellitrust.ca](mailto:info@marrellitrust.ca); or
4. By returning the completed proxy form via letter mail to Marrelli Trust Company Limited, c/o Marrelli Transfer Services Corp. 82 Richmond Street East, 2nd Fl., Toronto, Ontario M5C 1P1.

### Appointment of Proxy:

The undersigned hereby appoints Neil Novak, President & Chief Executive Officer, whom failing, George Duguay, Director of the Company, or instead of any of them the following appointee:

Please Print Name of Appointed Proxy

as proxyholder on behalf of the undersigned with the power of substitution to attend, act and vote for and on behalf of the undersigned in respect of all matters that may properly come before the Meeting and at any adjournment(s) or postponement(s) thereof, to the same extent and with the same power as if the undersigned were personally present at the said Meeting or such adjournment(s) or postponement(s) thereof in accordance with voting instructions, if any, provided below. If you wish to attend the Meeting and vote your shares thereat, please print your name in the box provided above.

### Resolutions to be approved at the Meeting:

*Please see following page for voting instructions*

<p><b>1. Election of Directors</b></p> <p>(a) Neil Novak</p> <p>(b) George Duguay</p> <p>(c) Earl S. Coleman</p> <p>(d) Norman E. Brewster</p> <p>(e) Felix Lee</p>	<div style="background-color: black; color: white; padding: 2px; font-weight: bold;">For</div> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>	<div style="border: 1px solid black; padding: 2px; font-weight: bold;">Withhold</div> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>
<p><b>2. Appointment of Auditor</b></p> <p>To appoint Dale Matheson Carr-Hilton Labonte LLP, Chartered Accountants, as the auditors of the Company, for the coming financial year and to permit the directors of the Company to fix the remuneration for the auditors.</p>	<div style="background-color: black; color: white; padding: 2px; font-weight: bold;">For</div> <input type="checkbox"/>	<div style="border: 1px solid black; padding: 2px; font-weight: bold;">Withhold</div> <input type="checkbox"/>
<p><b>3. Stock Option Plan</b></p> <p>To consider and, if thought appropriate, pass, with or without amendment, the ordinary resolution, ratifying and confirming the "rolling" stock option plan of the Company. (the "Stock Option Plan").</p>	<div style="background-color: black; color: white; padding: 2px; font-weight: bold;">For</div> <input type="checkbox"/>	<div style="border: 1px solid black; padding: 2px; font-weight: bold;">Against</div> <input type="checkbox"/>

**This Proxy MUST BE SIGNED. This signed Proxy revokes and supersedes all previously dated and signed proxies.**

Signature of Registered Holder

Please Print Name

Date (mm/dd/yyyy)

## Proxy Voting Rules and Guidelines

### **NOTICE AND ACCESS**

The Canadian securities regulators have adopted rules which permit the use of notice-and-access for proxy solicitation instead of delivering printed copies of proxy materials to each shareholder. This new process provides the Corporation the ability to post meeting related materials including management information circulars and financial statements and management's discussion and analysis on a website in addition to SEDAR+. Under notice-and-access, proxy materials will be available for viewing up to one (1) year from the date of posting and a paper copy of the materials can be requested at any time during this period.

Disclosure regarding each matter or group of matters to be voted on is in the information circular in the section with the same title as each Resolution found on the previous page. You should review the information circular before voting.

**BWR Exploration Inc. has elected to utilize notice-and-access and provide you with the following information:**

**1. Meeting materials are available electronically at [www.sedarplus.ca](http://www.sedarplus.ca) and also at [www.bwrexploration.com/](http://www.bwrexploration.com/)**

**2. If you wish to receive a paper copy of the proxy materials or have questions about notice-and-access, please call 1-844-MTCL-888 (682-5888) or email [info@marrellitrust.ca](mailto:info@marrellitrust.ca). In order to receive a paper copy in time to vote before the meeting, your request should be received no later than May 16, 2024.**

**1. THIS PROXY IS SOLICITED BY MANAGEMENT OF THE CORPORATION.**

**2. THIS PROXY SHOULD BE READ IN CONJUNCTION WITH THE MEETING MATERIALS PRIOR TO VOTING.**

**3. If you appoint the Management Nominees to vote your shares, they will vote in accordance with your instructions or, if no instructions are given, in accordance with the Management Voting Recommendations highlighted for each Resolution on the previous page. If you appoint someone else to vote your securities, they will also vote in accordance with your instructions or, if no instructions are given, as they in their discretion choose.**

4. This Proxy confers discretionary authority on the person named to vote in his or her discretion with respect to amendments or variations to matters identified in the Notice-and-Access Statement accompanying the Proxy or such other matters which may properly come before the Meeting or any adjournment or postponement thereof.

5. Each securityholder has the right to appoint a person other than the Management Nominees specified herein to represent them at the Meeting or any adjournment or postponement thereof. Such right may be exercised by inserting in the space labeled "Please print appointee name", the name of the person to be appointed, who need not be a securityholder of the Corporation.

6. To be valid, this Proxy must be signed and dated. If the Proxy is not dated, it is deemed to bear the date of its mailing to the securityholders of the Corporation.

7. To be a valid Proxy, this form must be filed using one of the voting instructions provided on Page 1 of this proxy and must be received by Marrelli Trust Company Limited before the Filing Deadline for Proxies, noted on page 1 of this Proxy, or in the case of any adjournment or postponement of the Meeting, not less than 48 business hours before the time of the adjourned or postponed meeting. Late proxies may be accepted or rejected by the Chairman of the Meeting in his or her discretion, and the Chairman is under no obligation to accept or reject any particular late proxy.

8. If the securityholder is a corporation, this Proxy must be executed by an officer or attorney thereof duly authorized, and the securityholder may be required to provide documentation evidencing the signatory's power to sign the Proxy.

9. For further information on the proper execution of the proxies, please visit [www.stac.ca](http://www.stac.ca). Please refer to the Proxy Protocol.

## Voting Instruction Form ("VIF")

Record Date: April 15, 2024  
 Control Number:  
 Meeting Date: May 30, 2024  
 Proxy Deadline: May 28, 2024  
 Shares to Vote:

### BWR Exploration Inc. (the "Company")

The Company is holding its Annual General and Special Meeting of shareholders (the "Meeting") on May 30, 2024 at 11:00 a.m. (Toronto Time) by Teleconference at the following phone numbers: 647-723-3984 or 1-866-365-4406 (Canada & US) Access Code: 8320313#

Please provide us with your voting instructions on the resolutions below at least 24 business hours prior to the Proxy Deadline using one of the following options:

1. Online at [www.voteproxy.ca](http://www.voteproxy.ca) and by registering using your control number provided above;
2. By fax by sending your voting instructions to 416-360-7812; or
3. By emailing [info@marrellitrust.ca](mailto:info@marrellitrust.ca); or
4. By returning the completed proxy form via letter mail to Marrelli Trust Company Limited, c/o Marrelli Transfer Services Corp. 82 Richmond Street East, 2nd Fl., Toronto, Ontario M5C 1P1.

\*\*\*\*\*

#### Appointment of Proxy:

The undersigned hereby appoints Neil Novak, President & Chief Executive Officer, whom failing, George Duguay, Director of the Company, or instead of any of them, the following appointee:

Please Print Name of Appointed Proxy

as proxyholder on behalf of the undersigned with the power of substitution to attend, act and vote for and on behalf of the undersigned in respect of all matters that may properly come before the Meeting and at any adjournment(s) or postponement(s) thereof, to the same extent and with the same power as if the undersigned were personally present at the said Meeting or such adjournment(s) or postponement(s) thereof in accordance with voting instructions, if any, provided below. If you wish to attend the Meeting and vote your shares thereat, please print your name as appointed proxy in the box provided above.

### Resolutions to be approved at the Meeting:

*Please see following page for voting instructions*

<b>1. Election of Directors</b> (a) Neil Novak (b) George Duguay (c) Earl S. Coleman (d) Norman E. Brewster (e) Felix Lee	<div style="background-color: black; color: white; padding: 2px; font-weight: bold;">For</div> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>	<div style="border: 1px solid black; padding: 2px; font-weight: bold;">Withhold</div> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>
<b>2. Appointment of Auditor</b> To appoint Dale Matheson Carr-Hilton Labonte LLP, Chartered Accountants, as the auditors of the Company, for the coming financial year and to permit the directors of the Company to fix the remuneration for the auditors.	<div style="background-color: black; color: white; padding: 2px; font-weight: bold;">For</div> <input type="checkbox"/>	<div style="border: 1px solid black; padding: 2px; font-weight: bold;">Withhold</div> <input type="checkbox"/>
<b>3. Stock Option Plan</b> To consider and, if thought appropriate, pass, with or without amendment, the ordinary resolution, ratifying and confirming the "rolling" stock option plan of the company. (the "Stock Option Plan").	<div style="background-color: black; color: white; padding: 2px; font-weight: bold;">For</div> <input type="checkbox"/>	<div style="border: 1px solid black; padding: 2px; font-weight: bold;">Against</div> <input type="checkbox"/>

**This VIF MUST BE SIGNED. This signed VIF revokes and supersedes all previously dated and signed proxies.**

Signature of Registered Holder

Please Print Name  
Date (mm/dd/yyyy)

## VIF Rules and Guidelines

### **NOTICE AND ACCESS**

The Canadian securities regulators have adopted rules which permit the use of notice-and-access for proxy solicitation instead of delivering printed copies of proxy materials to each shareholder. This new process provides the Corporation the ability to post meeting related materials including management information circulars and financial statements and management's discussion and analysis on a website in addition to SEDAR+. Under notice-and-access, proxy materials will be available for viewing up to one (1) year from the date of posting and a paper copy of the materials can be requested at any time during this period.

Disclosure regarding each matter or group of matters to be voted on is in the information circular in the section with the same title as each Resolution found on the previous page. You should review the information circular before voting.

**BWR Exploration Inc. has elected to utilize notice-and-access and provide you with the following information:**

**1. Meeting materials are available electronically at [www.sedarplus.ca](http://www.sedarplus.ca) and also at [www.bwrexploration.com/](http://www.bwrexploration.com/)**

**2. If you wish to receive a paper copy of the proxy materials or have questions about notice-and-access, please call 1-844-MTCL-888 (682-5888) or email [info@marrellitrust.ca](mailto:info@marrellitrust.ca). In order to receive a paper copy in time to vote before the meeting, your request should be received no later than May 16, 2024.**

1. You are receiving this VIF at the direction of the Corporation as a beneficial owner of securities. You are a beneficial owner because we, as your intermediary, hold the securities in an account for you and the securities are not registered in your name.

2. VOTES ARE BEING SOLICITED BY OR ON BEHALF OF MANAGEMENT OF THE CORPORATION. PRIOR TO VOTING THIS VIF, THE MEETING MATERIALS PUBLISHED BY THE CORPORATION SHOULD BE READ.

3. Unless you attend the Meeting in person or virtually (as applicable), your securities can only be voted through us as registered holder or proxyholder of the registered holder in accordance with your instructions. We cannot vote for you if we do not receive your voting instructions. Please provide your voting instructions to us promptly using one of the available voting methods or complete and return this form. We will submit a proxy vote on your behalf according to the voting instructions you provide, unless you elect to attend the Meeting and vote in person or virtually (as applicable).

4. To ensure that your instructions are processed prior to the Meeting, please return this VIF to us or vote online at least one business day before the Proxy Deadline noted above or 72 business hours prior to any adjourned or postponed meeting date. Voting instructions received after the Proxy Deadline may not be accepted by management and not included in the final proxy tabulation.

5. When you provide your voting instructions, you acknowledge that you are the beneficial owner or are authorized to provide these voting instructions and that you have read the material and the voting instructions on this form.

6. To be valid, this VIF must be signed and dated. If this VIF is not dated, it is deemed to bear the date of its mailing to the securityholders of the Corporation.

7. This Proxy confers discretionary authority on the person named to vote in his or her discretion with respect to amendments or variations to matters identified in the Notice-and-Access Statement accompanying this VIF or such other matters which may properly come before the Meeting or any adjournment or postponement thereof.

8. If the securityholder is a corporation, this Proxy must be executed by an officer or attorney thereof duly authorized, and the securityholder may be required to provide documentation evidencing the signatory's power to sign the Proxy.

9. Unless prohibited by law or you instruct otherwise, the Appointee(s) or the person whose name is written in the space provided will have full authority to attend and otherwise act at, and present matters to the Meeting and any adjournment or postponement thereof, and vote on all matters that are brought before the Meeting or any adjournment or postponement thereof, even if these matters are not set out in this form or in the management information circular. Consult a legal advisor if you wish to modify the authority of that person in any way. If you require assistance, please contact the person who services your account.

10. This VIF confers discretionary authority to vote on such other business as may properly come before the Meeting or any adjournment or postponement thereof.