



CANADIAN GOLD RESOURCES LTD



Appointment of Proxyholder

I/We, being holder(s) of common shares of Canadian Gold Resources Ltd. (the "Corporation"), hereby appoint: Mr. Ronald Goguen Sr., or failing him, Mr. Ian McGavney, or

Print the name of the person you are appointing if this person is someone other than the individuals listed above

as proxy of the undersigned, to attend, act and vote on behalf of the undersigned in accordance with the below direction (or if no directions have been given, as the proxy sees fit) on all the following matters and any other matter that may properly come before the Annual and Special Meeting of the shareholders of the Corporation to be held in-person at the Corporation's head office located at 105 Englehart Street, Suite 700, Dieppe, New Brunswick E1A 8K2 and shareholders will be able to join virtually by way of telephone conference call at the toll-free dial-in number 1-800-974-5902, Conference ID: 4049126, at 10:00 a.m. (Atlantic time) on Thursday, June 26, 2025, and at any and all adjournments or postponements thereof in the same manner, to the same extent and with the same powers as if the undersigned were personally present, with full power of substitution.

Management recommends voting FOR the following Resolutions. Please use a dark black pencil or pen.

	FOR	WITHHOLD
1. Appointment of Auditor	<input type="checkbox"/>	<input type="checkbox"/>
To consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution to re-appoint MNP LLP, Chartered Professional Accountants, as the auditor of the Corporation for the ensuing year and to authorize the directors to set their compensation.		

	FOR	AGAINST
2. Election of Directors		
1. Kenneth Booth	<input type="checkbox"/>	<input type="checkbox"/>
2. Roger Bourgault	<input type="checkbox"/>	<input type="checkbox"/>
3. Ronald Goguen Sr.	<input type="checkbox"/>	<input type="checkbox"/>
4. David J. Hennigar	<input type="checkbox"/>	<input type="checkbox"/>
5. Ian McGavney	<input type="checkbox"/>	<input type="checkbox"/>
6. Mark Smethurst	<input type="checkbox"/>	<input type="checkbox"/>

	FOR	AGAINST
3. Stock Option Plan	<input type="checkbox"/>	<input type="checkbox"/>
To consider, and if deemed advisable, pass an ordinary resolution ratifying and approving the Corporation's 10% "rolling" stock option plan, as described in the accompanying information circular, for the ensuing year.		

	FOR	AGAINST
4. Approval of Certain Stock Option Grants	<input type="checkbox"/>	<input type="checkbox"/>
To consider, and if deemed advisable, pass a resolution of the disinterested shareholders of the Corporation approving certain option grants made under the Corporation's stock option plan.		

	FOR	AGAINST
5. Change the province of the registered office from Quebec to New Brunswick	<input type="checkbox"/>	<input type="checkbox"/>

To consider, and if deemed advisable, to pass a special resolution, authorizing an amendment to the articles of the Corporation to change the province of the registered office from Quebec to New Brunswick, as described in the accompanying Circular.

Under Canadian Securities Law, you are entitled to receive certain investor documents. If you wish to receive such material, please tick the applicable boxes below. You may also go to the TSX Trust website <https://services.tsxtrust.com/financialstatements> and input code 0381A.

I do not want to receive annual financial statements

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 FOR a matter by Management's appointees or, if you appoint another proxyholder, as that other proxyholder sees fit. On any amendments or variations proposed or any new business properly submitted before the Meeting, I/We authorize you to vote as you see fit.**

Signature(s) _____ Date _____

Please sign exactly as your name(s) appear on this proxy. Please see reverse for instructions. All proxies must be received by Tuesday, June 24, 2025 at 10:00 a.m. (Atlantic time).

Proxy Form – Annual and Special Meeting of Shareholders of Canadian Gold Resources Ltd. to be held on June 26, 2025 (the “Meeting”)

Notes to Proxy

1. This proxy must be signed by a holder or his or her attorney duly authorized in writing. If you are an individual, please sign exactly as your name appears on this proxy. If the holder is a corporation, a duly authorized officer or attorney of the corporation must sign this proxy, and if the corporation has a corporate seal, its corporate seal should be affixed.

2. If the securities are registered in the name of an executor, administrator or trustee, please sign exactly as your name appears on this proxy. If the securities are registered in the name of a deceased or other holder, the proxy must be signed by the legal representative with his or her name printed below his or her signature, and evidence of authority to sign on behalf of the deceased or other holder must be attached to this proxy.

3. Some holders may own securities as both a registered and a beneficial holder; in which case you may receive more than one Circular and will need to vote separately as a registered and beneficial holder. Beneficial holders may be forwarded either a form of proxy already signed by the intermediary or a voting instruction form to allow them to direct the voting of securities they beneficially own. Beneficial holders should follow instructions for voting conveyed to them by their intermediaries.

4. If a security is held by two or more individuals, any one of them present or represented by proxy at the Meeting may, in the absence of the other or others, vote at the Meeting. However, if one or more of them are present or represented by proxy, they must vote together the number of securities indicated on the proxy.

All holders should refer to the Proxy Circular for further information regarding completion and use of this proxy and other information pertaining to the Meeting.

This proxy is solicited by and on behalf of Management of the Company.



How to Vote

INTERNET

- Go to www.meeting-vote.com
- Cast your vote online
- View Meeting documents

To vote using your smartphone, please scan this QR Code
➔



TELEPHONE

Use any touch-tone phone, call toll free in Canada and United States **1-888-489-7352**, an agent will help you vote online.

To vote by Internet or telephone you will need your control number. If you vote by Internet or telephone, do not return this proxy.

MAIL, FAX OR EMAIL

- Complete and return your signed proxy in the envelope provided or send to:

TSX Trust Company
P.O. Box 721
Agincourt, ON M1S 0A1
- You may alternatively fax your proxy to 416-595-9593 or scan and email to proxyvote@tmx.com.

An undated proxy is deemed to bear the date on which it is mailed by management to you.

If you wish to receive investor documents electronically in the future, please visit www.tsxtrust.com/edelivery to enroll.

All proxies must be received by June 24, 2025 at 10:00 a.m. (Atlantic time).