

Security Class

Holder Account Number

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Form of Proxy - Annual General Meeting to be held on June 23, 2022

This Form of Proxy is solicited by and on behalf of Management.

Notes to proxy

1. Every holder has the right to appoint some other person or company of their choice, who need not be a holder, to attend and act on their behalf at the meeting or any adjournment or postponement thereof. If you wish to appoint a person or company other than the Management Nominees whose names are printed herein, please insert the name of your chosen proxyholder in the space provided (see reverse).
2. If the securities are registered in the name of more than one owner (for example, joint ownership, trustees, executors, etc.), then all those registered should sign this proxy. If you are voting on behalf of a corporation or another individual you may be required to provide documentation evidencing your power to sign this proxy with signing capacity stated.
3. This proxy should be signed in the exact manner as the name(s) appear(s) on the proxy.
4. If a date is not inserted in the space provided on the reverse of this proxy, it will be deemed to bear the date on which it was mailed to the holder by Management.
5. **The securities represented by this proxy will be voted as directed by the holder, however, if such a direction is not made in respect of any matter, and the proxy appoints the Management Nominees listed on the reverse, this proxy will be voted as recommended by Management.**
6. The securities represented by this proxy will be voted in favour, or withheld from voting, or voted against each of the matters described herein, as applicable, in accordance with the instructions of the holder, on any ballot that may be called for. If you have specified a choice with respect to any matter to be acted on, the securities will be voted accordingly.
7. This proxy confers discretionary authority in respect of amendments or variations to matters identified in the Notice of Meeting and Management Information Circular or other matters that may properly come before the meeting or any adjournment or postponement thereof, unless prohibited by law.
8. This proxy should be read in conjunction with the accompanying documentation provided by Management.
9. **If you are a registered shareholder and vote on the resolutions and return your Proxy, you may still attend the Meeting and vote in person should you later decide to do so.** To attend the Meeting and vote, you must revoke your former proxy. If you wish to revoke your proxy, you may do so by depositing a letter to that effect, executed by you, the Registered Shareholder, or by your attorney authorized in writing or, where the shareholder is a corporation, by a duly authorized officer or attorney of the corporation, and delivering such letter either to the registered office of the Company at any time up to and including the last business day preceding the day of the Meeting or any adjournment of it at which the proxy is to be used, or to the chairman of the Meeting on the day of the Meeting or any adjournment thereof.

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Proxies submitted must be received by 10:00 a.m. (Vancouver time), on June 21, 2022.

VOTE USING THE TELEPHONE OR INTERNET 24 HOURS A DAY 7 DAYS A WEEK!



To Vote Using the Telephone

- Call the number listed BELOW from a touch tone telephone.

1-866-732-VOTE (8683) Toll Free



To Vote Using the Internet

- Go to the following web site:
www.investorvote.com
- **Smartphone?**
Scan the QR code to vote now.



If you vote by telephone or the Internet, DO NOT mail back this proxy.

Voting by mail may be the only method for securities held in the name of a corporation or securities being voted on behalf of another individual.

Voting by mail or by Internet are the only methods by which a holder may appoint a person as proxyholder other than the Management Nominees named on the reverse of this proxy. Instead of mailing this proxy, you may choose one of the two voting methods outlined above to vote this proxy.

To vote by telephone or the Internet, you will need to provide your **CONTROL NUMBER** listed below.

CONTROL NUMBER



Appointment of Proxyholder

I/We being holder(s) of securities of Ascot Resources Ltd. (the "Company") hereby appoint: Derek C. White, President & CEO, Rick Zimmer, Board Chairman, Jody Harris Corporate Secretary (the "Management Nominees")

OR

Print the name of the person you are appointing if this person is someone other than the Management Nominees listed herein.

as my/our proxyholder with full power of substitution and to attend, act and to vote for and on behalf of the holder in accordance with the following direction (or if no directions have been given, as the proxyholder sees fit) and on all other matters that may properly come before the Annual General Meeting of shareholders of the Company to be held at Suite 1050, 1095 West Pender Street, Vancouver, British Columbia, V6E 2M6, on Thursday, June 23, 2022 at 10:00 a.m. (Vancouver time) and at any adjournment or postponement thereof.

VOTING RECOMMENDATIONS ARE INDICATED BY **HIGHLIGHTED TEXT** OVER THE BOXES.

1. Election of Directors

	For	Withhold		For	Withhold		For	Withhold
01. Mr. William (Bill) Bennett	<input type="checkbox"/>	<input type="checkbox"/>	02. Mr. Kenneth (Ken) Carter	<input type="checkbox"/>	<input type="checkbox"/>	03. Ms. Mathangi (Indi) Gopinathan	<input type="checkbox"/>	<input type="checkbox"/>
04. Mr. Donald (Don) Njegovan	<input type="checkbox"/>	<input type="checkbox"/>	05. Mr. James (Jim) Stypula	<input type="checkbox"/>	<input type="checkbox"/>	06. Ms. Andrée St-Germain	<input type="checkbox"/>	<input type="checkbox"/>
07. Mr. Richard (Rick) Zimmer	<input type="checkbox"/>	<input type="checkbox"/>						

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For **Withhold**

2. Appointment of Auditors

To appoint PricewaterhouseCoopers LLP as auditors and authorize the directors to fix the remuneration to be paid to the auditors.

For **Against**

3. Second Amended and Restated Stock Option Plan Resolution

To approve the adoption of the Second Amended and Restated Stock Option Plan of the Company, as more particularly described in the accompanying management information circular (the "Circular").

For **Against**

4. Amended and Restated Share Unit Plan Resolution

To approve the adoption of the Amended and Restated Share Unit Plan of the Company, and certain grants previously issued, as more particularly described in the Circular.

For **Against**

5. Amended and Restated Deferred Share Unit Plan Resolution

To approve the resolution adopting the Amended and Restated DSU Plan of the Company, and certain grants previously issued, as more particularly described in the Circular.

For **Against**

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6. Advisory Vote on Compensation

To accept, on an advisory basis, the philosophy and design of the Company's executive compensation.

Signature of Proxyholder

Signature(s)

Date

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, and the proxy appoints the Management Nominees, this Proxy will be voted as recommended by Management.**

DD / MM / YY

Interim Financial Statements - Mark this box if you would like to receive Interim Financial Statements and accompanying Management's Discussion and Analysis by mail.

Annual Financial Statements - Mark this box if you would like to receive the Annual Financial Statements and accompanying Management's Discussion and Analysis by mail.

If you are not mailing back your proxy, you may register online to receive the above financial report(s) by mail at www.computershare.com/maillinglist.

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