

Security Class

Holder Account Number

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Form of Proxy - Special Meeting to be held on January 6, 2025 at 10:00 am (Vancouver Time)

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.

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Proxies submitted must be received by 10:00 am, Vancouver Time, on January 2, 2025.

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 Eros Resources Corp. (the "Corporation") hereby appoint: Tom MacNeill, or failing this person, Andrew Davidson (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 Special Meeting of shareholders of the Corporation to be held at the offices of ERC located at 420 – 789 West Pender Street, Vancouver, British Columbia V6H 1H2 on January 6, 2025 at 10:00 am (Vancouver Time), and at any adjournment or postponement thereof.

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

For **Against**

1. ERC Transaction Resolution

To consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution, the full text of which is set forth at Schedule A to the accompanying joint management information circular of ERC, Rockridge Resources Ltd. ("**ROCK**") and MAS Gold Corp. ("**MAS**") dated November 26, 2024 (the "**Information Circular**"), approving the issuance by ERC of up to such number of ERC Shares as may be required to be issued in connection with the transactions contemplated by that business combination agreement between ERC, ROCK, and MAS dated as of September 30, 2024, as the same may be amended, supplemented or otherwise modified from time to time in accordance with its terms, that plan of arrangement under Section 288 of the *Business Corporations Act* (British Columbia) involving ROCK, ERC and the securityholders of ROCK, and that plan of arrangement under Section 288 of the *Business Corporations Act* (British Columbia) involving MAS, ERC and the securityholders of MAS (collectively, the "**Transaction**"), copies of which are available on ERC's profile at www.sedarplus.ca, as more particularly described in the Information Circular.

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For **Against**

2. ERC Articles of Amendment Resolution

To consider and, if deemed advisable, to pass, with or without variation, a special resolution, the full text of which is set forth at Schedule R to the accompanying Information Circular, authorizing and approving an amendment to the articles of ERC in order to create and authorize the issuance of an unlimited number of a new class of preferred shares having the rights, privileges, restrictions and conditions substantially as set out in Schedule S to the Information Circular, as more particularly described in the Information Circular.

For **Against**

3. Number of Directors of the Combined Company

To set the number of directors of the Combined Company as it exists immediately following the completion of the Transaction at five (5) for the ensuing year, subject to and conditional on completion of the Transaction, as more particularly described in the Information Circular.

4. Election of Directors of the Combined Company

To elect the following as directors of the Combined Company for the ensuing year, subject to and conditional on completion of the Transaction, as more particularly described in the Information Circular.

	For	Withhold		For	Withhold		For	Withhold
01. Jordan Trimble	<input type="checkbox"/>	<input type="checkbox"/>	02. Jonathan Wiesblatt	<input type="checkbox"/>	<input type="checkbox"/>	03. Joseph Galluci	<input type="checkbox"/>	<input type="checkbox"/>
04. Ross McElroy	<input type="checkbox"/>	<input type="checkbox"/>	05. Tim Termuende	<input type="checkbox"/>	<input type="checkbox"/>			

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Signature of Proxyholder

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.**

Signature(s)

Date

MM / DD / YY

Information Circular – Mark this box if you would like to receive the Information Circular by mail for next securityholders meeting.

