

Security Class

Holder Account Number

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## Form of Proxy - Annual General and Special Meeting to be held on August 4, 2020

### 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 persons 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 must sign this proxy with signing capacity stated, and you may be required to provide documentation evidencing your power to sign this proxy.
3. This proxy should be signed in the exact manner as the name(s) appear(s) on the proxy.
4. If this proxy is not dated, it will be deemed to bear the date on which it is mailed by Management to the holder.
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, 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 and, if the holder has 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 or other matters that may properly come before the meeting or any adjournment or postponement thereof.
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 a.m. EDT , on July 31, 2020.

### 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](http://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 Golden Tag Resources Ltd. hereby appoint(s):  
Greg McKenzie, or failing him, Tom English, or failing him, Taylor Dignan,

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 shareholder in accordance with the following direction (or if no directions have been given, as the proxyholder sees fit) and all other matters that may properly come before the Annual General and Special Meeting of shareholders of Golden Tag Resources Ltd. to be held at 22 Adelaide Street West, Suite 2020, Toronto, Ontario M5H 4E3, on August 4, 2020 at 10:00 a.m. EDT, and at any adjournment or postponement thereof.

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

### 1. Election of Directors

	<b>For</b>	<b>Withhold</b>		<b>For</b>	<b>Withhold</b>		<b>For</b>	<b>Withhold</b>
01. Greg McKenzie	<input type="checkbox"/>	<input type="checkbox"/>	02. Talal Chehab	<input type="checkbox"/>	<input type="checkbox"/>	03. Chad Williams	<input type="checkbox"/>	<input type="checkbox"/>
04. Tom English	<input type="checkbox"/>	<input type="checkbox"/>	05. Dwayne Melrose	<input type="checkbox"/>	<input type="checkbox"/>			

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**For**   **Withhold**

### 2. Appointment of Auditors

Appointment of MNP SENCRL srl (formerly Meyers Norris Penny LLP) as Auditors of the Corporation for the ensuing year and authorizing the Directors to fix their remuneration.

**For**   **Against**

### 3. Approval of the Stock Option Plan

To consider, and if deemed appropriate, to pass, with or without variation, an ordinary resolution, to adopt a new 10% rolling stock option plan, attached as Schedule "A" to the management information circular dated July 8, 2020 (the "Circular").

**For**   **Against**

### 4. Amendment to Articles – Registered Office

To consider and, if deemed advisable, to pass, with or without variation, a special resolution, confirming and approving an amendment to the articles of continuance of the Corporation dated July 11, 1995 (the "Articles"), changing the Province of the Corporation's registered office from Quebec to Ontario.

**For**   **Against**

### 5. Amendment to Articles – Director Authorization to Appoint Interim Additional Directors

To consider and, if deemed appropriate, to pass, with or without variation, a special resolution, ratifying, confirming and approving the amendment and restatement of the Articles, in order to permit the directors to increase the size of the Board by up to one-third (1/3) of the number of directors elected at the last previous shareholders meeting.

**For**   **Against**

### 6. By-Law No. 2020-1

To consider and, if deemed appropriate, to pass, with or without variation, an ordinary resolution, ratifying, confirming and approving the By-Law No. 2020-1 of the Corporation to become effective upon the amendment to the articles of the Corporation changing the location of the registered office of the Corporation from the Province of Quebec to the Province of Ontario, and authorizing at such time the repealing and replacing of By-Law No.1 of the Corporation adopted on July 12, 1995, which sets out the general rules that govern the business and affairs of the Corporation, a draft of which is attached as Schedule "B" to the Circular.

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### Authorized Signature(s) - This section must be completed for your instructions to be executed.

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 as recommended by Management.**

Signature(s)

Date

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 NOT 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](http://www.computershare.com/maillinglist).

