



**Electronic Delivery**

If you are a registered securityholder and wish to enroll for electronic delivery for future issuer communications including meeting related materials, financial statements, DRS, etc., where applicable, you may do so:

- 1) After you vote online at [www.voteproxyonline.com](http://www.voteproxyonline.com) using your control number.
- 2) Through TSX Trust's online portal, Investor Insite. You may log in or enroll at <https://www.tsxtrust.com/investor-login>

For details go to [www.tsxtrust.com/consent-to-electronic-delivery](http://www.tsxtrust.com/consent-to-electronic-delivery)

**Notice-and-Access**

The Canadian securities regulators have adopted rules which permit the use of notice-and-access for proxy solicitation instead of the traditional physical delivery of material. This process provides the option to post meeting related materials including management information circulars as well as annual financial statements and management's discussion and analysis, on a website in addition to SEDAR+. Under notice-and-access, meeting related materials will be available for viewing for up to 1 year from the date of posting and a paper copy of the material 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 on the reverse. You should review the Information Circular before voting.

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

**Meeting materials are available electronically at [www.sedarplus.ca](http://www.sedarplus.ca) and also at <https://docs.tsxtrust.com/2364>.**

**If you wish to receive a paper copy of the Meeting materials or have questions about notice-and-access, please contact Investor Services. In order to receive a paper copy in time to vote before the Meeting, your request should be received by June 4, 2024.**

**Proxy Voting – Guidelines and Conditions**

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 Nominees indicated on the reverse to vote on your behalf, they must also vote in accordance with your instructions or, if no instructions are given, in accordance with the Voting Recommendations highlighted for each Resolution on the reverse. 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 the matters identified in the Notice of the Meeting accompanying the proxy or such other matters which may properly come before the Meeting or any adjournment or postponement thereof.
5. **Each holder 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 security holder of the Corporation.
6. To be valid, this proxy must be signed. Please date the proxy. If the proxy is not dated, it is deemed to bear the date of its mailing to the security holders of the Corporation.
7. To be valid, this proxy must be filed using one of the **Voting Methods** and *must be received by TSX Trust Company* before the **Filing Deadline for Proxy**, noted on the reverse or in the case of any adjournment or postponement of the Meeting not less than 48 hours (Saturdays, Sundays and holidays excepted) before the time of the adjourned or postponed meeting. Late proxies may be accepted or rejected by the Chairman of the Meeting in his discretion, and the Chairman is under no obligation to accept or reject any particular late proxy.
8. If the holder is a corporation, the proxy must be executed by an officer or attorney thereof duly authorized, and the holder may be required to provide documentation evidencing the signatory's power to sign the proxy.
9. Guidelines for proper execution of the proxy are available at [www.stac.ca](http://www.stac.ca). Please refer to the Proxy Protocol.

**VOTING METHOD**

<b>INTERNET</b>	Go to <a href="http://www.voteproxyonline.com">www.voteproxyonline.com</a> and enter the 12 digit control number above 
<b>FACSIMILE</b>	416-595-9593
<b>MAIL or HAND DELIVERY</b>	TSX Trust Company 301 - 100 Adelaide Street West Toronto, Ontario, M5H 4H1

**Investor inSite**

TSX Trust Company offers at no cost to holders, the convenience of secure 24-hour access to all data relating to their account including summary of holdings, transaction history, and links to valuable holder forms and Frequently Asked Questions.

To register, please visit: <https://www.tsxtrust.com/t/investor-hub/forms/investor-insite-registration> and complete the registration form

For assistance, please contact TSX TRUST INVESTOR SERVICES.

**Mail:** 301 - 100 Adelaide Street West Toronto, ON, M5H 4H1

**Tel:** 1-866-600-5869

**Web:** <https://www.tsxtrust.com/t/investor-hub/forms/investor-insite-registration>

**Email:** [tsxtis@tmx.com](mailto:tsxtis@tmx.com)

**FORM OF PROXY ("PROXY")**

**Western Exploration Inc.**  
(the "Corporation")

**Annual General and Special Meeting**  
**June 13, 2024 at 11:00 a.m. (Vancouver time)**  
**121 Woodland Ave Suite 140, Reno, NV 89511**

**CONTROL NUMBER:**

**SECURITY CLASS: Variable Voting Shares**

**RECORD DATE: April 24, 2024**

**FILING DEADLINE FOR PROXY: June 11, 2024 at 11:00 a.m. (Vancouver time)**

**APPOINTEES**

The undersigned hereby appoints **Darcy Marud**, whom failing **Curtis Turner** (the "Nominees"), or instead of any of them, the following Appointee

*Please print appointee name*

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,

**- SEE VOTING GUIDELINES ON REVERSE -**

**RESOLUTIONS – MANAGEMENT VOTING RECOMMENDATIONS ARE INDICATED BY HIGHLIGHTED TEXT ABOVE THE BOXES**

<b>1. Number of Directors</b>		<b>FOR</b>	<b>AGAINST</b>
To Set the Number of Directors at six for the ensuing year.		<input type="checkbox"/>	<input type="checkbox"/>
<b>2. Election of Directors</b>		<b>FOR</b>	<b>WITHHOLD</b>
a)	Darcy Marud	<input type="checkbox"/>	<input type="checkbox"/>
b)	Marceau Schlumberger	<input type="checkbox"/>	<input type="checkbox"/>
c)	John Rogers	<input type="checkbox"/>	<input type="checkbox"/>
d)	Brian Kennedy	<input type="checkbox"/>	<input type="checkbox"/>
e)	Gerard Munera	<input type="checkbox"/>	<input type="checkbox"/>
f)	Nicolas Schlumberger	<input type="checkbox"/>	<input type="checkbox"/>
<b>3. Appointment of Auditor</b>		<b>FOR</b>	<b>WITHHOLD</b>
To appoint <b>MNP LLP</b> as auditor of the Corporation for the ensuing year and to authorize the directors of the Corporation to fix the remuneration of the auditor.		<input type="checkbox"/>	<input type="checkbox"/>
<b>4. Omnibus Plan Resolution</b>		<b>FOR</b>	<b>AGAINST</b>
To consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution of shareholders, in accordance with the requirements of the TSX Venture Exchange, confirming and approving the omnibus equity incentive plan of the Corporation.		<input type="checkbox"/>	<input type="checkbox"/>
<b>5. U.S. Shareholder Declaration</b>		<b>YES</b>	<b>NO</b>
For the purposes of administering the Voting Reduction at the Meeting, all Shareholders are required to make the following U.S. residency declaration (see below for more information):		<input type="checkbox"/>	<input type="checkbox"/>
a)	Are you a U.S. Shareholder?	<input type="checkbox"/>	<input type="checkbox"/>
b)	Do you hold any Variable Voting Shares for the account or benefit of a person that is U.S. Shareholder?	<input type="checkbox"/>	<input type="checkbox"/>

IF YOU DO NOT COMPLETE THIS U.S. SHAREHOLDER DECLARATION OR IF IT IS DETERMINED BY THE DIRECTORS OF THE CORPORATION, IN THEIR ABSOLUTE DISCRETION, THAT YOU INCORRECTLY COMPLETED THIS DECLARATION (THROUGH INADVERTENCE OR OTHERWISE), IT WILL BE DEEMED THAT (A) YOU ARE A U.S. SHAREHOLDER OR (B) YOU HOLD VARIABLE VOTING SHARES OF THE CORPORATION FOR THE ACCOUNT OR BENEFIT OF A PERSON THAT IS A U.S. SHAREHOLDER. IF YOU CHECKED THE "YES" BOX IN 5(b) ABOVE INDICATING THAT YOU HOLD SHARES OF THE CORPORATION FOR THE ACCOUNT OR BENEFIT OF A PERSON THAT IS A U.S. SHAREHOLDER, IT IS IMPORTANT THAT YOU ALSO COMPLETE, SIGN AND MAIL (USING THE RETURN ENVELOPE PROVIDED TO YOU) THE ADDITIONAL PAPER FORM OF DECLARATION OF BENEFICIAL OWNERSHIP (THE "BENEFICIAL OWNERSHIP DECLARATION") THAT HAS BEEN SENT TO YOU ALONG WITH THE MEETING MATERIALS. IF YOU DO NOT COMPLETE, SIGN AND MAIL THE BENEFICIAL OWNERSHIP DECLARATION, OR IF IT IS DETERMINED BY THE DIRECTORS OF THE CORPORATION, IN THEIR ABSOLUTE DISCRETION, THAT YOU INCORRECTLY COMPLETED THE BENEFICIAL OWNERSHIP DECLARATION (THROUGH INADVERTENCE OR OTHERWISE), IT WILL BE DEEMED THAT ALL VARIABLE VOTING SHARES HELD BY YOU ARE HELD FOR THE ACCOUNT OR BENEFIT OF A PERSON THAT IS A U.S. SHAREHOLDER. IF YOU CHECKED THE "NO" BOX IN 5(b) ABOVE, YOU DO NOT NEED TO COMPLETE BENEFICIAL OWNERSHIP DECLARATION.

SEE "VOTING SECURITIES AND PRINCIPAL HOLDERS THEREOF – VARIABLE VOTING SHARE STRUCTURE" ON PAGE 4 OF THE CIRCULAR FOR MORE INFORMATION ABOUT THE U.S. SHAREHOLDER DEFINITION."

This proxy revokes and supersedes all earlier dated proxies and **MUST BE SIGNED**

<i>PLEASE PRINT NAME</i>	<i>Signature of registered owner(s)</i>
	<i>Date (MM/DD/YYYY)</i>

- Interim Financial Statements** – Mark this box if you would like to receive Interim Financial Statements and Management Discussion and Analysis.
- Annual Financial Statements** – Mark this box if you would like to receive Annual Financial Statements and Management Discussion and Analysis.

If you are casting your vote online and wish to receive financial statements, please complete the online request for financial statements following your voting instructions. If the cut-off time has passed, please fax this side to 416-595-9593