

VELA MINERALS LTD.



ODYSSEY
 United Kingdom Building
 835 – 409 Granville St
 Vancouver, BC V6C 1T2

Form of Proxy – Annual General and Special Meeting to be held on June 25, 2018

Appointment of Proxyholder

I/We being the undersigned holder(s) of **Vela Minerals Ltd.** hereby appoint **Richard Grayston, Chief Executive Officer**, or, failing this person, **Samuel Cole, Legal Counsel**

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 all other matters that may properly come before the **Annual General and Special Meeting** (the “Meeting”) of **Vela Minerals Ltd.** (the “Corporation”) to be held at **885 W. Georgia St., Suite 2200, Vancouver, B.C., Canada** on **June 25, 2018**, at **2:00pm** (Vancouver time) or at any adjournment thereof.

- | <p>1. Appointment of Auditors. To re-appoint Manning Elliott LLP as auditors for the Corporation for the ensuing year and to fix their remuneration.</p> | For | Withhold | | | | | | | | | | | | | | | | | | | | | | | | | | | |
|---|--------------------------|--------------------------|------------------|--------------------------|--------------------------|------------------|--------------------------|--------------------------|----------|---------------------|--------------------------|--------------------------|------------------|--------------------------|--------------------------|---------------|--------------------------|--------------------------|------------|--------------------------|--------------------------|-----------------|--------------------------|--------------------------|------------------|--------------------------|--------------------------|--|--|
| | <input type="checkbox"/> | <input type="checkbox"/> | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| <p>2. Number of Directors. To set the number of directors of the Corporation at three (3) as of the date of the Meeting, to be increased to five (5) as of, and subject to, the completion of the acquisition of Standard Uranium Ltd. by the Company.</p> | For | Against | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | <input type="checkbox"/> | <input type="checkbox"/> | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| <p>3. Election of Directors. The election of directors (a) through (c) listed below to hold office until the earlier of (i) the next annual general meeting of shareholders, (ii) until their successors are duly elected or appointed, and (iii) the date on which the acquisition of Standard Uranium Ltd. by the Company is completed, at which time the board of directors of the Company will be reconstituted to consist of directors (a), (b), and (d) through (f), who shall hold office until the earlier of (i) the next annual general meeting of the shareholders, or (ii) until their successors are duly elected or appointed.</p> <table border="0" style="width: 100%; margin-top: 10px;"> <thead> <tr> <th style="width: 30%;"></th> <th style="width: 10%; text-align: center;">For</th> <th style="width: 10%; text-align: center;">Withhold</th> <th style="width: 30%;"></th> <th style="width: 10%; text-align: center;">For</th> <th style="width: 10%; text-align: center;">Withhold</th> <th style="width: 30%;"></th> <th style="width: 10%; text-align: center;">For</th> <th style="width: 10%; text-align: center;">Withhold</th> </tr> </thead> <tbody> <tr> <td>a. Richard Grayston</td> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input type="checkbox"/></td> <td>b. Mark Ferguson</td> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input type="checkbox"/></td> <td>c. Richard Ko</td> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input type="checkbox"/></td> </tr> <tr> <td>d. Jon Bey</td> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input type="checkbox"/></td> <td>e. Blair Jordan</td> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input type="checkbox"/></td> <td>f. Neil McCallum</td> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input type="checkbox"/></td> </tr> </tbody> </table> | | For | Withhold | | For | Withhold | | For | Withhold | a. Richard Grayston | <input type="checkbox"/> | <input type="checkbox"/> | b. Mark Ferguson | <input type="checkbox"/> | <input type="checkbox"/> | c. Richard Ko | <input type="checkbox"/> | <input type="checkbox"/> | d. Jon Bey | <input type="checkbox"/> | <input type="checkbox"/> | e. Blair Jordan | <input type="checkbox"/> | <input type="checkbox"/> | f. Neil McCallum | <input type="checkbox"/> | <input type="checkbox"/> | | |
| | For | Withhold | | For | Withhold | | For | Withhold | | | | | | | | | | | | | | | | | | | | | |
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| d. Jon Bey | <input type="checkbox"/> | <input type="checkbox"/> | e. Blair Jordan | <input type="checkbox"/> | <input type="checkbox"/> | f. Neil McCallum | <input type="checkbox"/> | <input type="checkbox"/> | | | | | | | | | | | | | | | | | | | | | |
| <p>4. Change of Name. To approve the change of the name of the Corporation to “Standard Uranium Ltd.”</p> | For | Against | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | <input type="checkbox"/> | <input type="checkbox"/> | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| <p>5. Continuation to Ontario. To approve the continuation of the Corporation into Ontario in accordance with the <i>Business Corporations Act</i> (Ontario), and to approve the adoption of Articles of Continuation and By-Laws in connection therewith.</p> | For | Against | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | <input type="checkbox"/> | <input type="checkbox"/> | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| <p>6. Stock Option Plan. To ratify, confirm, and approve the stock option plan of the Corporation.</p> | For | Against | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | <input type="checkbox"/> | <input type="checkbox"/> | | | | | | | | | | | | | | | | | | | | | | | | | | | |

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

	/ /
	MM / DD / YY

Interim Financial Statements – Check the box to the right if you would like to receive interim financial statements and accompanying Management’s Discussion & Analysis by mail. See reverse for instructions to sign up for delivery by email.

Annual Financial Statements – Check the box to the right if you would like to receive the Annual Financial Statements and accompanying Management’s Discussion and Analysis by mail. See reverse for instructions to sign up for delivery by email.

This form of proxy is solicited by and on behalf of Management.

Proxies must be received by 2:00 p.m., PDT, on June 21, 2018.

Notes to Proxy

1. Each holder has the right to appoint a person, who need not be a holder, to attend and represent him or her at the Annual and Special Meeting. If you wish to appoint a person other than the persons whose names are printed herein, please insert the name of your chosen proxyholder in the space provided on the reverse.
2. If the securities are registered in the name of more than one holder (for example, joint ownership, trustees, executors, etc.) then all of the registered owners must sign this proxy in the space provided on the reverse. 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 appears 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 or withheld from voting, 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 to matters identified in the Notice of Meeting or other matters that may properly come before the meeting.
8. This proxy should be read in conjunction with the accompanying documentation provided by Management.

INSTEAD OF MAILING THIS PROXY, YOU MAY SUBMIT YOUR PROXY USING SECURE ONLINE VOTING AVAILABLE ANYTIME:



To Vote Your Proxy Online please visit:

<http://odysseytrust.com/Transfer-Agent/Login> and click

VOTE

on **NUMBER** printed with your address to the right.

If you vote by Internet, **do not mail** this proxy.

To request the receipt of future documents via email and/or to sign up for Securityholder Online services,

you may contact Odyssey Trust Company at info@odysseytrust.com.

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. A return envelope has been enclosed for voting by mail.