

Security Class

Holder Account Number

Fold

Form of Proxy - Annual and Special General Meeting to be held on Thursday, November 8, 2018 at 10:30 am, PST

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.
9. Please complete, date and sign your form of proxy and return it to our transfer agent, Computershare Trust Company of Canada, 8th Floor, 100 University Avenue, Toronto, Ontario, M5J 2Y1; (facsimile numbers: within North America 1 866 249 7775; outside North America 1 416 263 9524).

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Proxies submitted must be received by 10:30 am, PST on Tuesday, November 6, 2018.

VOTE USING THE TELEPHONE, INTERNET, OR FAX 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.



To Vote by Fax

- Complete, sign and date the reverse hereof.
- Forward it by fax to 1-866-249-7775 for calls within Canada and the U.S. There is **NO CHARGE** for this call.
- Forward it by fax to 416-263-9524 for calls outside Canada and the U.S.

If you vote by telephone, Internet, or Fax, 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, Internet, or Fax** 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 three 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 Galore Resources Inc. hereby appoint: Michael McMillan, CEO, President and Director, or failing him, Andrew McMillan, Chief Financial Officer,

OR Print the name of the person you are appointing if this person is someone other than the Chairman of the Meeting.

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 and Special General Meeting of shareholders of Galore Resources Inc. to be held at Suite 1300 – 925 West Georgia Street, Vancouver, British Columbia, on Thursday, November 8, 2018 at 10:30 am, PST and at any adjournment or postponement thereof.

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

For **Against**

1. Number of Directors

To set the number of Directors at five.

2. Election of Directors

For **Withhold**

For **Withhold**

For **Withhold**

01. James Michael McMillan

02. Kenneth Coe

03. Tex C. Enemark

04. Lorne Sivertson

05. Charles G. Troup

For **Withhold**

3. Appointment of Auditors

Appointment of DeVisser Gray LLP, Chartered Accountants as Auditors of the Company for the ensuing year and authorizing the Directors to fix their remuneration.

For **Against**

4. Amendment to Stock Option Plan

Approval to amend the Company's Stock Option Plan by increasing the number of shares reserved for issuance under the Company's Stock Option Plan to 24,500,000 shares, representing 20% of the currently issued and outstanding shares of the Company.

For **Against**

5. Authorize an Increase in Number of Options Permitted to be issued to Individuals Under the Stock Option Plan

Approval to the grant of options to any one optionee within a 12 month period or at any point in time in excess of 5% of the Company's issued and outstanding shares of the Company.

For **Against** **Withhold**

6. Authorize an Increase in Number of Options Permitted to be issued to Insiders as a Group Under the Stock Option Plan

Approval to authorize the grant of options to insiders as a group within a 12 month period or at any point in time in excess of 5% of the Company's issued and outstanding shares of the Company.

For **Against** **Withhold**

7. Extension of Expiry Date of Options

Approval to the extension of the expiry date of 1,000,000 incentive options held by an optionee, such that the optionee be allowed to holds options in excess of 5% of the Company's issued and outstanding share capital.

For **Against** **Withhold**

8. Approval to Grant of Options to Insiders

Approval to the grant of 4,300,000 incentive options insiders of the Company, such that the insiders as a group be allowed to holds options in excess of 10% of the Company's issued and outstanding share capital.

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

