

ELECTRO METALS and MINING INC.

PROXY

**This Proxy is solicited by or on behalf of the management
of the Corporation for the Annual General and Special Meeting of Shareholders to be held on
December 31, 2025 at 8:00 AM EST**

The undersigned shareholder of Electro Metals and Mining Inc. (the “**Corporation**”) hereby appoints Daryl Hodges, Chairman & CEO of the Corporation or, failing that person, Daniel Weir, Director of the Corporation, or _____ as proxy, with power of substitution, to attend, vote the shares represented by this Proxy and otherwise act for the undersigned at the annual general and special meeting of shareholders of the Corporation to be held at 113 Sugarbush Crescent, Lakehurst, Ontario K0L 1J0 on December 31, 2025 at 8:00 AM EST. (Toronto time) and will be available by ZOOM video conferencing,

Meeting link: <https://us02web.zoom.us/j/88445878455?pwd=mNWpbZjtOjtebYiMokuy1gcdH7fzT5.1>

(the “**Meeting**”) and at any adjournment thereof as follows:

- (a) TO VOTE FOR ☐ or WITHHOLD FROM VOTING ☐ (**or, if not specified, VOTE FOR**) the appointment of McGovern Hurley LLP as auditors of the Corporation and authorizing the board of directors of the Corporation to fix the auditor’s remuneration for the period;
- (b) To vote for or withhold from voting (**or, if not specified, VOTE FOR**) the election of directors as follows:
- | | |
|-------------------|---|
| Daryl Hodges | FOR ☐ or WITHHOLD ☐ |
| Daniel Weir | FOR ☐ or WITHHOLD ☐ |
| Shameze Rampertab | FOR ☐ or WITHHOLD ☐ |
| Samir Biswas | FOR ☐ or WITHHOLD ☐ |
- (c) TO VOTE FOR ☐ or AGAINST ☐ (**or, if not specified, VOTE FOR**) the special resolution set out in Management Information Circular, authorizing and approving the proposed Amalgamation among the Corporation and BWR Exploration Inc.
- (d) TO VOTE FOR ☐ or AGAINST ☐ (**or, if not specified, VOTE FOR**) the special resolution set out in Management Information Circular, approving the proposed Management and Director Equity Incentive Plan

and in their discretion to vote on amendments to matters identified in the Notice of Meeting or such other matters which may properly come before the Meeting or any adjournment thereof.

This Proxy supersedes and revokes any proxy previously given in respect of the Meeting.

DATED the ____ day of _____, 20__.

Signature of Shareholder

Name of Shareholder (please print)

Number of Shares Held

On any ballot that may be called for, the shares represented by this Proxy will be voted or withheld from voting in accordance with the instructions given on the ballot, and if the shareholder specifies a choice with respect to any matter to be acted upon, the shares will be voted accordingly.

..... Continued next page

If no choice is specified in this Proxy with respect to a particular matter identified in the Notice of Meeting, the person(s) designated by management of the Corporation in this Proxy will vote the shares represented by this Proxy as specified for such matter in the Management Information Circular in respect of the Meeting.

Each shareholder has the right to appoint as proxyholder a person or company (who need not be a shareholder of the Corporation) other than the person(s) or company(ies) designated by management of the Corporation to attend and act on the shareholder's behalf at the Meeting. Such right may be exercised by inserting the name of the person or company to be appointed in the blank space provided in this Proxy or by completing another form of proxy.

This Proxy or such other form of proxy should be completed, dated and signed, and sent to the Secretary of the Corporation at the Corporation's registered office, which is located at 2 Queen Street East, Suite 1500, Toronto, Ontario, M5C 3G5 or by email to dhodges@rogers.com.

This Proxy must be signed by the shareholder or the shareholder's attorney authorized in writing. If the shareholder is a corporation, this Proxy must be signed by the duly authorized officer, attorney or other authorized signatory of the shareholder. A person signing on behalf of a shareholder must provide, with this Proxy, satisfactory proof of such person's authority and must indicate the capacity in which such person is signing.

THE REMAINDER OF THIS PAGE IS BLANK