

Security Class

Holder Account Number

-----  
Fold

## Form of Proxy - Annual and Special Meeting to be held on Wednesday, June 23, 2021

### 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 Management Nominees 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 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(s) appear(s) on the proxy.
4. If a date is not inserted in the space provided on the reverse of this proxy, it will be deemed to bear the date on which it was mailed to the holder by Management.
5. **When properly signed and delivered, the securities represented by this proxy will be voted as directed by the holder on any poll that may be called, however, if such a direction is not made in respect of any matter, and the proxy appoints the Management Nominees listed on the reverse, 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 poll that may be called for. If you have 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 and Management Information Circular or other matters that may properly come before the meeting or any adjournment or postponement thereof, unless prohibited by law.
8. This proxy should be read in conjunction with the accompanying documentation provided by Management.

-----  
Fold

**Proxies submitted must be received by 9:30 am (Vancouver Time) on June 21, 2021.**

### VOTE USING THE INTERNET 24 HOURS A DAY 7 DAYS A WEEK!



- 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 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 to vote using the Internet.

To vote by the Internet, you will need to provide your **CONTROL NUMBER** listed below.

**CONTROL NUMBER**



## Appointment of Proxyholder

I/We being shareholder(s) of Monitor Ventures Inc. (the "Corporation") hereby appoint: Bill Radvak, President and CEO, or failing this person, Brian E. Bayley, Director, or failing this person, Sandra Lee, Corporate Secretary (the "Management Nominees")

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 on all other matters that may properly come before the Annual and Special Meeting of shareholders of the Corporation to be held at Suite 1703, 595 Burrard Street, Vancouver, BC V7X 1J1, on June 23, 2021 at 9:30 am (Vancouver Time) 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 four.

 

### 2. Election of Directors

**For** **Withhold**

**For** **Withhold**

**For** **Withhold**

01. Brian E. Bayley

 

02. Donn Burchill

 

03. William J. Radvak

 

04. Brett A. Whalen

 

**For** **Withhold**

### 3. Appointment of an Auditor

Appointment of Davidson & Company LLP, Chartered Professional Accountants, as auditor of the Corporation for the ensuing year and authorizing the Board of Directors to approve the auditor's remuneration.

 

**For** **Against**

### 4. Corporation's Stock Plan

Ratifying and approving the Corporation's Stock Option Plan and authorizing the Board of Directors to amend the Plan as may be required by the TSX Venture Exchange without further shareholder approval.

 

**For** **Against**

### 5. Share Issuance

To approve the issuance of more than 100% of the issued and outstanding Common Shares in any 12 month period.

 

**For** **Against**

### 6. Delisting

To approve the delisting of the Corporation from the TSX Venture Exchange.

 

**For** **Against**

### 7. Continuation

To approve, by way of a special resolution, the continuation of the Corporation out of the federal Canadian jurisdiction into the jurisdiction of the province of British Columbia.

 

## Signature of Proxyholder

Signature(s)

Date

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, and the proxy appoints the Management Nominees, this Proxy will be voted as recommended by Management.**

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 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).

