

RUPERT RESOURCES LTD. (the "Company")



8th Floor, 100 University Avenue
Toronto, Ontario M5J 2Y1
www.computershare.com

BQQG 000001

SAM SAMPLE
123 SAMPLES STREET
SAMPLETOWN SS X9X X9X
CANADA

Security Class
COMMON SHARES

Holder Account Number
C9999999999 IND



Fold

Form of Proxy - Annual General and Special Meeting to be held on August 27, 2020

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.

Fold

Proxies submitted must be received by 11:30 a.m., Eastern Daylight Time, on Tuesday, August 25, 2020.

VOTE USING THE TELEPHONE OR INTERNET 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.



If you vote by telephone or 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 one of the two 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 23456 78901 23456



Appointment of Proxyholder

I/We, being holder(s) of Rupert Resources Ltd. hereby appoint: Mike Sutton, or failing him, Susan Milton

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 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 General and Special Meeting of shareholders of Rupert Resources Ltd. to be held at the offices of DSA Corporate Services Inc, 82 Richmond Street East, Toronto, Ontario, Canada M5C 1P1, on August 27, 2020 at 11:30 a.m. (Eastern Daylight Time) and at any adjournment or postponement thereof.

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

1. Election of Directors

	For	Withhold		For	Withhold		For	Withhold
01. Susan Milton	<input type="checkbox"/>	<input type="checkbox"/>	02. Gunnar Nilsson	<input type="checkbox"/>	<input type="checkbox"/>	03. George Ogilvie	<input type="checkbox"/>	<input type="checkbox"/>
04. Michael Ouellette	<input type="checkbox"/>	<input type="checkbox"/>	05. Mike Sutton	<input type="checkbox"/>	<input type="checkbox"/>	06. James Withall	<input type="checkbox"/>	<input type="checkbox"/>

Fold

For

Withhold

2. Appointment of Auditors

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

For

Against

3. Rolling Stock Option Plan Resolution

Resolution approving the Company's 10% rolling stock option plan, including the amendment allowing for automatic vesting of all issued and outstanding options immediately upon the occurrence of a change of control, as more particularly described in the accompanying management information circular.

Fold

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

DD / MM / YY

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.

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BQQG 000002

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123 SAMPLES STREET
SAMPLETOWN SS X9X X9X
CANADA

Security Class
COMMON DATED LEG EXP APR/13/17

Holder Account Number
C9999999999 IND



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Form of Proxy - Annual General and Special Meeting to be held on August 27, 2020

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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.

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

CONTROL NUMBER 23456 78901 23456



IND RCA

Appointment of Proxyholder

I/We, being holder(s) of Rupert Resources Ltd. hereby appoint: Mike Sutton, or failing him, Susan Milton

OR

Print the name of the person you are appointing if this person is someone other than the Management Nominees listed herein.

[Empty box for appointing person name]

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 General and Special Meeting of shareholders of Rupert Resources Ltd. to be held at the offices of DSA Corporate Services Inc, 82 Richmond Street East, Toronto, Ontario, Canada M5C 1P1, on August 27, 2020 at 11:30 a.m. (Eastern Daylight Time) and at any adjournment or postponement thereof.

VOTING RECOMMENDATIONS ARE INDICATED BY HIGHLIGHTED TEXT OVER THE BOXES.

1. Election of Directors

Table with 6 columns: Director Name, For, Withhold, Director Name, For, Withhold, Director Name, For, Withhold. Includes names like Susan Milton, Gunnar Nilsson, George Ogilvie, Michael Ouellette, Mike Sutton, James Withall.

2. Appointment of Auditors

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

[For] [Withhold] boxes

3. Rolling Stock Option Plan Resolution

Resolution approving the Company's 10% rolling stock option plan, including the amendment allowing for automatic vesting of all issued and outstanding options immediately upon the occurrence of a change of control, as more particularly described in the accompanying management information circular.

[For] [Against] boxes

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

[Signature box]

DD / MM / YY

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[Mail box]

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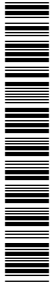
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BQQG 000003

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123 SAMPLES STREET
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AUSTRALIA

Security Class
COMMON SHARES

Holder Account Number
C9999999999 IND



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Form of Proxy - Annual General and Special Meeting to be held on August 27, 2020

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312-588-4290 Direct Dial



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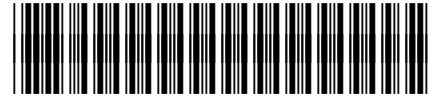
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CONTROL NUMBER 23456 78901 23456



Appointment of Proxyholder

I/We, being holder(s) of Rupert Resources Ltd. hereby appoint: Mike Sutton, or failing him, Susan Milton

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 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 General and Special Meeting of shareholders of Rupert Resources Ltd. to be held at the offices of DSA Corporate Services Inc, 82 Richmond Street East, Toronto, Ontario, Canada M5C 1P1, on August 27, 2020 at 11:30 a.m. (Eastern Daylight Time) and at any adjournment or postponement thereof.

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1. Election of Directors

	For	Withhold		For	Withhold		For	Withhold
01. Susan Milton	<input type="checkbox"/>	<input type="checkbox"/>	02. Gunnar Nilsson	<input type="checkbox"/>	<input type="checkbox"/>	03. George Ogilvie	<input type="checkbox"/>	<input type="checkbox"/>
04. Michael Ouellette	<input type="checkbox"/>	<input type="checkbox"/>	05. Mike Sutton	<input type="checkbox"/>	<input type="checkbox"/>	06. James Withall	<input type="checkbox"/>	<input type="checkbox"/>

Fold

For **Withhold**

2. Appointment of Auditors

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

For **Against**

3. Rolling Stock Option Plan Resolution

Resolution approving the Company's 10% rolling stock option plan, including the amendment allowing for automatic vesting of all issued and outstanding options immediately upon the occurrence of a change of control, as more particularly described in the accompanying management information circular.

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AUSTRALIA

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COMMON DATED LEG EXP APR/13/17

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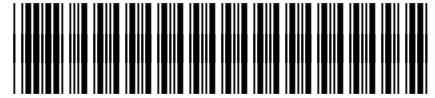
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CONTROL NUMBER 23456 78901 23456



Appointment of Proxyholder

I/We, being holder(s) of Rupert Resources Ltd. hereby appoint: Mike Sutton, or failing him, Susan Milton

OR

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

1. Election of Directors

	For	Withhold		For	Withhold		For	Withhold
01. Susan Milton	<input type="checkbox"/>	<input type="checkbox"/>	02. Gunnar Nilsson	<input type="checkbox"/>	<input type="checkbox"/>	03. George Ogilvie	<input type="checkbox"/>	<input type="checkbox"/>
04. Michael Ouellette	<input type="checkbox"/>	<input type="checkbox"/>	05. Mike Sutton	<input type="checkbox"/>	<input type="checkbox"/>	06. James Withall	<input type="checkbox"/>	<input type="checkbox"/>

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For **Withhold**

2. Appointment of Auditors

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

For **Against**

3. Rolling Stock Option Plan Resolution

Resolution approving the Company's 10% rolling stock option plan, including the amendment allowing for automatic vesting of all issued and outstanding options immediately upon the occurrence of a change of control, as more particularly described in the accompanying management information circular.

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