

Till Capital Corporation
(the "Company")

FORM OF PROXY

Special General Meeting to be held on March 26, 2024, at 10:00 a.m. (PDT)
Suite 1700, Park Place, 666 Burrard Street, Vancouver, BC V6C 2X8
(the "Meeting")

Proxies must be received by **10:00 a.m.** (PDT) on **March 22, 2024**

| VOTING METHOD | |
|------------------|---|
| INTERNET | Go to https://css.olympiatrust.com/pxlogin and enter the 12-digit control number shown on reverse. |
| EMAIL | proxy@olympiatrust.com |
| FACSIMILE | (403) 668-8307 |
| MAIL | Olympia Trust Company PO Box 128, STN M Calgary, AB T2P 2H6 Attn: Proxy Dept. |

The undersigned hereby appoints **Brian P. Lupien, Chief Executive Officer** of the Company, or failing him, **Weiyang Zhu, Chief Financial Officer** of the Company (the "Management Nominees"), or instead of any of them, the following Appointee.

| |
|------------------------------------|
| <i>Please print appointee name</i> |
|------------------------------------|

as proxyholder on behalf of the undersigned with the power of substitution to attend, act and vote for and on behalf of the undersigned in respect of all matters that may properly come before the Meeting and at any adjournment(s) or postponement(s) thereof, in accordance with voting instructions, if any, provided below.

- SEE VOTING GUIDELINES ON REVERSE -

SPECIAL RESOLUTION – MANAGEMENT VOTING RECOMMENDATIONS ARE INDICATED BY **HIGHLIGHTED** TEXT

1. Resolution

To authorize and approve:

- an alteration to the notice of articles of the Company to change all of the unissued and fully paid issued restricted voting shares with par value of US\$0.001 to shares without par value pursuant to section 54(1)(k) of the Business Corporation Act (British Columbia) (the "BCBCA");
- an increase in the capital in respect of the restricted voting shares without par value in the aggregate amount of US\$20,000,000 pursuant to section 72(2) of the BCBCA; and
- the reduction of the capital in respect of the restricted voting shares by an aggregate amount equal to US\$4,787,193 pursuant to section 74(1) of the BCBCA, to enable a return of capital of up to US\$1.50 per share.

FOR

AGAINST

This proxy revokes and supersedes all earlier dated proxies and **MUST BE SIGNED**

PLEASE PRINT NAME

Signature of registered owner(s)

Date (MM/DD/YYYY)



Proxy Voting – Guidelines and Conditions

1. **THIS PROXY IS SOLICITED BY MANAGEMENT OF THE COMPANY.**
2. **THIS PROXY SHOULD BE READ IN CONJUNCTION WITH THE MEETING MATERIALS PRIOR TO VOTING.**
3. If you appoint the Management Nominees to vote your securities, they will vote in accordance with your instructions or, if no instructions are given, in accordance with the Management Voting Recommendations highlighted for each Resolution on the reverse. If you appoint someone else to vote your securities, they will also vote in accordance with your instructions or, if no instructions are given, as they in their discretion choose.
4. Each security holder has the right to appoint a person other than the Management Nominees specified herein to represent them at the Meeting or any adjournment or postponement thereof. Such right may be exercised by inserting in the space labeled "*Please print appointee name*", the name of the person to be appointed, who need not be a security holder of the Company.
5. To be valid, this proxy should be signed in the exact manner as the name appears on the proxy. If the proxy is not dated, it is deemed to bear the date of its mailing to the security holders of the Company.
6. To be valid, this proxy must be filed using one of the Voting Methods and must be received by Olympia Trust Company before the date noted on the reverse, or in the case of any adjournment or postponement of the Meeting not less than 48 hours (Saturdays, Sundays and holidays excepted) before the time of the adjourned or postponed meeting.
7. Guidelines for proper execution of the proxy are available at www.stac.ca. Please refer to the Proxy Protocol.