# **EXCHEQUER RESOURCE CORP.**



9th Floor, 100 University Avenue Toronto, Ontario M5J 2Y1 www.computershare.com

Security Class

Holder Account Number

## Form of Proxy - Annual General Meeting to be held on Friday, June 28, 2013

### This Form of Proxy is solicited by and on behalf of Management.

#### Notes to proxy

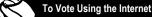
- 1. Every holder has the right to appoint some other person or company of their choice, who need not be a holder, to attend and act on their behalf at the meeting or any adjournment or postponement thereof. If you wish to appoint a person or company other than the persons whose names are printed herein, please insert the name of your chosen proxyholder in the space provided (see reverse).
- 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.

Proxies submitted must be received by 10:00 AM (Pacific Time) on Wednesday, June 26, 2013.

### 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



- 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**

Fold

Fold

### Appointment of Proxyholder

I/We, being holder(s) of EXCHEQUER RESOURCE CORP. hereby appoint: H. Barry Hemsworth, or failing him, Kenneth Phillippe,					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 General Meeting of shareholders of EXCHEQUER RESOURCE CORP. to be held at 1600 – 609 Granville Street, Vancouver, B.C., on Friday, June 28, 2013 at 10:00 AM (Pacific Time) and at any adjournment or postponement thereof.													
VOTING RECOMMENDATIONS ARE IN	IDICATEI	d by <mark>highl</mark> i	GHTED TEXT OV	ER THE E	BOXES.								
												For	Against
1. Number of Directors To set the number of Directors at 3.													
2. Election of Directors	For	Withhold			I	For	Withhold					or	Withhold
01. H. Barry Hemsworth			02. William E. S	Schmidt				03. Ga	ry F. Zak		[		
											ſ	OT	Withhold
3. Appointment of Auditors Appointment of MNP LLP as Auditors of the Company for the ensuing year and authorizing the Directors to fix their remuneration.													
											G	or	Against
4. Acts and Deeds To ratify and approve all acts, deeds and things done by and the proceedings of the Directors and Officers by the Company on behalf of the Company during the preceding year.													
											G	or	Against
5. <b>Other Business</b> To transact such other business as r	may prop	perly come b	pefore the Meetin	ng.							[		
Authorized Signature(s) - This instructions to be executed.	sectior	n must be	completed for	r your	Signatu	ire(s)				Dat	e		
I/We authorize you to act in accordance or revoke any proxy previously given with re indicated above, this Proxy will be vot	espect to	the Meeting. I	lf no voting instru	uctions ar	e e						DIM	1	<u>YY</u>
Interim Financial Statements - Mark this box if you would like to receive Interim 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/mailinglist.													
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