



**Argo Gold Inc.**  
(the "Corporation")

**FORM OF PROXY ("PROXY")**

Annual General and Special Meeting  
December 1, 2022 at 11:00 a.m. ET  
350 Bay St, Suite 700  
Toronto, Ontario M5H 2S6  
(the "Meeting")

**RECORD DATE:** October 21, 2022  
**CONTROL NUMBER:**  
**SEQUENCE #:**  
**FILING DEADLINE FOR PROXY:** November 29, 2022 at 11:00 a.m. ET

VOTING METHOD	
<b>INTERNET</b>	Go to <a href="http://www.voteproxyonline.com">www.voteproxyonline.com</a> and enter the 12 digit control number above
<b>FACSIMILE</b>	416-595-9593
<b>MAIL</b>	TSX Trust Company 301 - 100 Adelaide Street West Toronto, Ontario, M5H 4H1

The undersigned hereby appoints **Judy Baker, CEO** of the Corporation, whom failing **George Langdon, Director** of the Corporation (the "Management Nominees"), or instead of any of them, the following Appointee

*Please print appointee name*

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, to the same extent and with the same power as if the undersigned were personally present at the said Meeting or such adjournment(s) or postponement(s) thereof in accordance with voting instructions, if any, provided below.

**- SEE VOTING GUIDELINES ON REVERSE -**

**RESOLUTIONS – MANAGEMENT VOTING RECOMMENDATIONS ARE INDICATED BY HIGHLIGHTED TEXT ABOVE THE BOXES**

<b>1. Number of Directors</b>	<b>FOR</b>	<b>AGAINST</b>
To pass a special resolution to fix the number of directors to be elected at the Meeting at four (4).	<input type="checkbox"/>	<input type="checkbox"/>
<b>2. Election of Directors</b>	<b>FOR</b>	<b>WITHHOLD</b>
a) Judy Baker	<input type="checkbox"/>	<input type="checkbox"/>
b) George Langdon	<input type="checkbox"/>	<input type="checkbox"/>
c) Jonathan Armes	<input type="checkbox"/>	<input type="checkbox"/>
d) Christopher Wardrop	<input type="checkbox"/>	<input type="checkbox"/>
<b>3. Appointment of Auditor</b>	<b>FOR</b>	<b>WITHHOLD</b>
To appoint McGovern Hurley LLP, Chartered Professional Accountants, as auditors of the Corporation and to authorize the directors of the Corporation to fix their remuneration.	<input type="checkbox"/>	<input type="checkbox"/>
<b>4. Name Change</b>	<b>FOR</b>	<b>AGAINST</b>
To pass a special resolution, the full text of which is set forth in the Management Information Circular of the Corporation dated October 21, 2022 (the "Circular"), approving an amendment to the articles of the Corporation to change the name of the Corporation to "Larch Resources Inc.", all as more particularly described in the Circular.	<input type="checkbox"/>	<input type="checkbox"/>
<b>5. Continuation from Ontario to Alberta</b>	<b>FOR</b>	<b>AGAINST</b>
To pass a special resolution (the " <b>Continuance Resolution</b> "), the full text of which is set forth in the Circular, approving the continuance of the Corporation from Ontario into Alberta, all as more particularly described in the Circular.	<input type="checkbox"/>	<input type="checkbox"/>
<b>6. Adoption of New By-Laws</b>	<b>FOR</b>	<b>AGAINST</b>
If the Continuance Resolution is approved, to pass an ordinary resolution, the full text of which is set forth in the Circular, approving the repeal of the Corporation's current by-laws and the replacement thereof with the by-laws as set forth in Schedule "D" to the Circular, all as more particularly described in the Circular.	<input type="checkbox"/>	<input type="checkbox"/>
<b>7. Share Capital Amendments</b>	<b>FOR</b>	<b>AGAINST</b>
If the Continuance Resolution is approved, to pass a special resolution, the full text of which is set forth in the Circular, approving amendments to the Corporation's articles to: (a) consolidate the common shares of the Corporation (the " <b>Common Shares</b> ") on the basis of one post-consolidation Common Share for every 500 pre-consolidation Common Shares outstanding; and (ii) subsequently split the post-consolidation Common Shares on the basis of 500 post-split Common Shares for every one post-Consolidation Common Share, all as more particularly described in the Circular.	<input type="checkbox"/>	<input type="checkbox"/>

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 CORPORATION.**
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. This proxy confers discretionary authority on the person named to vote in his or her discretion with respect to amendments or variations to the matters identified in the Notice of the Meeting accompanying the proxy or such other matters which may properly come before the Meeting or any adjournment or postponement thereof.
5. **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 Corporation.
6. To be valid, this proxy must be signed. Please date the proxy. If the proxy is not dated, it is deemed to bear the date of its mailing to the security holders of the Corporation.
7. To be valid, this proxy must be filed using one of the **Voting Methods** and *must be received by TSX Trust Company* before the **Filing Deadline for Proxies**, 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. Late proxies may be accepted or rejected by the Chairman of the Meeting in his discretion, and the Chairman is under no obligation to accept or reject any particular late proxy.
8. If the security holder is a corporation, the proxy must be executed by an officer or attorney thereof duly authorized, and the security holder may be required to provide documentation evidencing the signatory’s power to sign the proxy.
9. Guidelines for proper execution of the proxy are available at [www.stac.ca](http://www.stac.ca). Please refer to the Proxy Protocol.

## Investor inSite

TSX Trust Company offers at no cost to security holders, the convenience of secure 24-hour access to all data relating to their account including summary of holdings, transaction history, and links to valuable security holder forms and Frequently Asked Questions.

To register, please visit

<https://www.tsxtrust.com/t/investor-hub/forms/investor-insite-registration>

Click on, “*Register*” and complete the registration form. Call us toll free at 1-866-600-5869 with any questions.

## Request for Financial Statements

In accordance with securities regulations, security holders may elect to receive Annual Financial Statements, Interim Financial Statements and MD&As.

**Instead of receiving the financial statements by mail, you may choose to view these documents on SEDAR at [www.sedar.com](http://www.sedar.com).**

**I am currently a security holder of the Corporation and as such request the following:**

- Annual Financial Statements with MD&A
- Interim Financial Statements with MD&A

If you are casting your vote online and wish to receive financial statements, please complete the online request for financial statements following your voting instructions.

If the cut-off time has passed, please fax this side to 416-595-9593

Argo Gold Inc.  
2022