



**FORM OF PROXY SOLICITED BY THE MANAGEMENT OF EAGLEFORD ENERGY INC. FOR USE AT
THE ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS
TO BE HELD ON FEBRUARY 24, 2012**

The undersigned shareholder(s) of **EAGLEFORD ENERGY INC.** (the "**Corporation**") hereby appoint(s) in respect of all of the shares of the Corporation held by the undersigned, James Cassina, Director, or failing him, Milton Klyman, Director, or in lieu of the foregoing _____ as nominee of the undersigned, with power of substitution, to attend, act and vote for the undersigned at the Annual and Special Meeting of Shareholders of the Corporation (the "**Meeting**") to be held on the 24th day of February, 2012, and any adjournment or adjournments thereof (for full details of each item, please see the enclosed Notice of Meeting and Management Information Circular (the "**Circular**")):

1. TO VOTE FOR () WITHHOLD FROM VOTING () the election of directors.
2. TO VOTE FOR () WITHHOLD FROM VOTING () the appointment of Schwartz Levitsky Feldman LLP, Chartered Accountants, as auditors of the Corporation to hold office until the close of the next annual meeting of the shareholders of the Corporation, and authorizing the directors to fix their remuneration.
3. TO VOTE FOR () AGAINST () the ordinary resolution authorizing the repeal of the existing by-laws of the Corporation and the adoption of new by-laws to govern the affairs of the Corporation all as more fully set out in the Circular.
4. TO VOTE FOR () AGAINST () the ordinary resolution approving amendments to the Corporation's existing stock option plan all as more fully set out in the Circular.
5. TO VOTE FOR () AGAINST () the ordinary resolution authorizing the issuance by the Corporation during the twelve months following the Meeting, pursuant to one or more private placements or acquisitions, of up to 37,716,076 additional common shares.
6. TO VOTE FOR () AGAINST () a special resolution authorizing the consolidation of the Corporation's issued and outstanding common shares on an up to one (1) for four (4) basis, or the division of the Corporation's issued and outstanding common shares on an up to four (4) for one (1) basis, all subject to regulatory approval.
7. TO VOTE FOR () AGAINST () a special resolution authorizing an amendment to the articles of the Corporation to change the name of the Corporation to "Eagleford Resources Inc." or such other name as may be approved by the Board of Directors of the Corporation and applicable regulatory authorities.

This Proxy revokes and supersedes all proxies of earlier date.

If any amendments or variations to matters identified in the Notice of Meeting are proposed at the Meeting or if any other matters properly come before the Meeting, this proxy confers discretionary authority to vote on such amendments or variations or such other matters according to the best judgement of the person voting the proxy at the Meeting.

DATED the _____ day of _____, 2012.

Signature of Shareholder(s)

Print Name

(SEE NOTES ON BACK OF THIS PAGE)

NOTES:

(1) This form of proxy must be dated and signed by the appointor or his attorney authorized in writing or, if the appointer if a body corporate, this form of proxy must be executed by an officer or attorney thereof duly authorized. If the proxy is not dated, it will be deemed to bear the date on which it was mailed.

(2) The shares represented by this proxy will be voted or withheld from voting in accordance with the instructions of the shareholder on any ballot that may be called for.

(3) A SHAREHOLDER HAS THE RIGHT TO APPOINT A PERSON (WHO NEED NOT BE A SHAREHOLDER) TO ATTEND AND ACT FOR HIM OR HER ON HIS OR HER BEHALF AT THE MEETING OTHER THAN THE PERSONS DESIGNATED IN THE ENCLOSED FORM OF PROXY. SUCH RIGHT MAY BE EXERCISED BY STRIKING OUT THE NAMES OF THE PERSONS DESIGNATED IN THIS FORM OF PROXY AND BY INSERTING IN THE BLANK SPACE PROVIDED FOR THAT PURPOSE THE NAME OF THE DESIRED PERSON OR BY COMPLETING ANOTHER FORM OF PROXY AND, IN EITHER CASE, DELIVERING OR FAXING THE COMPLETED AND EXECUTED PROXY TO THE CORPORATION C/O EQUITY FINANCIAL TRUST COMPANY, 200 UNIVERSITY AVENUE, SUITE 400, TORONTO, ONTARIO M5H 4H1 (FAX # (416) 595-9593), AT ANY TIME UP TO AND INCLUDING 4 PM ON FEBRUARY 23, 2012.

(4) IN THE ABSENCE OF INSTRUCTIONS TO THE CONTRARY, THE PERSONS NAMED IN THIS FORM OF PROXY WILL VOTE FOR EACH OF THE MATTER IDENTIFIED IN THIS PROXY.

(5) This proxy ceases to be valid one year from its date.

(6) If your address as shown is incorrect, please give your correct address when returning this proxy.