

McLAREN RESOURCES INC.

PROXY SOLICITED BY MANAGEMENT FOR THE ANNUAL AND GENERAL MEETING OF SHAREHOLDERS TO BE HELD ON APRIL 11, 2019.

This proxy is solicited by management in connection with the Annual and General meeting of shareholders of **McLAREN RESOURCES INC.** (the “**Corporation**”) to be held at 25 Adelaide Street East, Suite 1301, Toronto, Ontario on Thursday, April 11, 2019 at 11am (Toronto time). Shareholders have the right to appoint as his or her proxyholder a person (who need not be a shareholder) other than any person designated below, by inserting the name of such other person in the blank space provided and striking out the other names in this proxy or by completing another proper form of proxy.

The undersigned Shareholder of the Corporation hereby nominates, constitutes and appoints JOHN HESLOP or RADOVAN DANILOVSKY or, instead of any of the foregoing, _____ as nominee of the undersigned, with full power of substitution, to attend, vote and otherwise act for and on behalf of the undersigned at the Annual and General Meeting of Shareholders of the Corporation to be held on April 11, 2019 and at any adjournment thereof, to the same extent with the same power as if the undersigned was personally present at the said Meeting or such adjournment or adjournments thereof and, without limiting the generality of the power hereby given, the nominees are specifically directed to vote the shares represented by this Proxy as follows (Note 2):

1. APPOINTMENT OF AUDITORS

To approve the reappointment of MS PARTNERS LLP, Chartered Accountants, Toronto, Ontario, as auditors of the Corporation and the authorization of the Directors to fix the remuneration of the auditors.

VOTE FOR ☐ OR WITHHOLD ☐

2. ELECTION OF DIRECTORS

- | | | | |
|----------------------|-----------------------------------|----|-----------------------------------|
| (a) John Heslop | VOTE FOR <input type="checkbox"/> | OR | WITHHOLD <input type="checkbox"/> |
| (b) John Holko | VOTE FOR <input type="checkbox"/> | OR | WITHHOLD <input type="checkbox"/> |
| (c) Paul Crath | VOTE FOR <input type="checkbox"/> | OR | WITHHOLD <input type="checkbox"/> |
| (d) Andrew Ramcharan | VOTE FOR <input type="checkbox"/> | OR | WITHHOLD <input type="checkbox"/> |

3. **VOTE** at the discretion of the nominee on any amendments to the foregoing and on such other matters as may properly come before the Meeting or any adjournment thereof.

Where no choice is specified above, this Proxy is to be voted for each of the matters enumerated above.

This Proxy confers discretionary authority as to any amendments proposed at the Meeting in respect of matters identified in the Notice of Annual and General Meeting of Shareholders dated March 12, 2019 and as to any other matters that may properly come before the Meeting or any adjournment thereof. As of the date hereof, the management of the Corporation knows of no such amendment or other matters. The common shares represented by this Proxy will be voted or withheld from voting in accordance with the specification, if any, of the undersigned in respect of any ballot that may be called for at the said Meeting or any adjournment thereof. **The undersigned hereby revokes all prior proxies given with respect to the common shares of the undersigned and authorizes the person voting this Proxy to inform holders of any prior proxy of such revocation.**

DATED the ____ day of _____, 2019.

Per:

Signature of Shareholder

Name

Number of Shares

NOTES:

1. You have the right to appoint some other person of your choice, who need not be a shareholder, to attend and act on your behalf at the meeting. If you wish to appoint a person other than the person whose names is printed above as proxyholder, please insert the name of your chosen proxyholder in the space provided above and strike out the other name(s) in this proxy.
2. In the event that no specifications have been made with respect to voting or withholding from voting on the election of directors or the appointment and remuneration of auditors, the proxy nominee is instructed to vote the shares represented by this proxy FOR such matters. In the event that no specification has been made with respect to voting on any other resolutions contained in this proxy, the proxy nominee is instructed to vote the shares represented by this proxy FOR such matters.
3. This proxy form must be signed and dated by you or your attorney authorized in writing, or, if the shareholder is a corporation, by any officer or attorney thereof duly authorized.
4. If this proxy is not dated, it will be deemed to bear the date on which it is mailed by the Corporation to the holder.
5. This proxy should be read in conjunction with the accompanying Management Information Circular.
6. Properly executed forms of proxy must be deposited no later than 11 am (Toronto time) on the day 48 hours (excluding Saturdays, Sundays and holidays) before the time of holding the Meeting or any adjournment thereof in the envelope provided for that purpose with Trans Canada Transfer Inc., 25 Adelaide Street East, Suite 1301, Toronto, ON M5C 3A1, Facsimile: (416) 603-4402.