



SGX RESOURCES INC.

PROXY FORM

FOR THE ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS TO BE HELD ON JUNE 17, 2014. THIS PROXY IS SOLICITED ON BEHALF OF THE MANAGEMENT OF SGX RESOURCES INC. (THE "CORPORATION"). IN THE ABSENCE OF INSTRUCTIONS, THE COMMON SHARES REPRESENTED HEREBY WILL BE VOTED FOR ALL RESOLUTIONS BROUGHT BEFORE THE MEETING.

I/We, being holder(s) of common shares of the Corporation, hereby appoint Hugh Wynne, Executive Chairman and a director of the Corporation or, failing him, Gary McDonald, Chief Financial Officer of the Corporation, or, alternatively,

Print the name of the person you are appointing if this person is someone other than the individuals listed above

as proxy of the undersigned, to attend, act and vote on behalf of the undersigned in accordance with the below direction (or if no directions have been given, as the proxy sees fit) on all the following matters and any other matter that may properly come before the Annual and Special Meeting of Shareholders of the Corporation to be held at 1:00 p.m. (Central Time) on June 17, 2014, at The Victoria Inn, 1808 Wellington Avenue, Winnipeg, Manitoba (the "Meeting"), and at any and all adjournments or postponements thereof in the same manner, to the same extent and with the same powers as if the undersigned were personally present, with full power of substitution.

1. Election of Directors

FOR WITHHOLD

Table with 3 columns: Candidate Name, FOR, WITHHOLD. Rows include Hugh Wynne, Michael Power, William Ferreira, Dale Ginn, Sethu Raman, and Greg Gibson.

Management of the Corporation recommends voting FOR Resolutions 1, 2, and 3. Please use a dark black or blue pen.

2.. Appointment of Auditors

Appointment of Scarrow & Donald LLP as auditors of the Corporation and authorization of the Board of Directors to fix the auditors' remuneration.

FOR

WITHHOLD

Input box for 'FOR' vote

Input box for 'WITHHOLD' vote

3. Re-approval of the stock option plan of the Corporation.

FOR

AGAINST

Input box for 'FOR' vote

Input box for 'AGAINST' vote

4. To transact such further business as may properly come before the Meeting or any adjournment thereof.

I/We authorize you to act in accordance with my/our instructions set out above. I/We hereby revoke any voting instruction form previously given with respect to the Meeting. If no voting instructions are indicated above, this voting instruction form will be voted FOR all matters by management's appointees and any amendments or variations proposed or any new business properly submitted before the Meeting, I/We authorize you to vote as you see fit.

Signature(s)

Date

Please sign exactly as your name(s) appear on this voting instruction form. Please see reverse for instructions. All voting instruction forms must be received by June 13, 2014, at 1:00 p.m. Central Time.

Proxy Form – Annual and Special Meeting of Shareholders of SGX Resources Inc to be held on June 17, 2014

### Notes to Proxy

1. This proxy must be signed by a holder or his or her attorney duly authorized in writing. If you are an individual, please sign exactly as your name appears on this proxy. If the holder is a corporation, a duly authorized officer or attorney of the corporation must sign this proxy, and if the corporation has a corporate seal, its corporate seal should be affixed.

2. If the securities are registered in the name of an executor, administrator or trustee, please sign exactly as your name appears on this proxy. If the securities are registered in the name of a deceased or other holder, the proxy must be signed by the legal representative with his or her name printed below his or her signature, and evidence of authority to sign on behalf of the deceased or other holder must be attached to this proxy.

3. Some holders may own securities as both a registered and a beneficial holder; in which case you may receive more than one information circular and will need to vote separately as a registered and beneficial holder. Beneficial holders may be forwarded either a form of proxy already signed by the intermediary or a voting instruction form to allow them to direct the voting of securities they beneficially own. Beneficial holders should follow instructions for voting conveyed to them by their intermediaries.

4. If a security is held by two or more individuals, any one of them present or represented by proxy at the Meeting may, in the absence of the other or others, vote at the Meeting. However, if one or more of them are present or represented by proxy, they must vote together the number of securities indicated on the proxy.

All holders should refer to the information circular for further information regarding completion and use of this proxy and other information pertaining to the Meeting.

This proxy is solicited by and on behalf of management of the Corporation.



## How to Vote

### MAIL, FAX or EMAIL

- Complete and return your signed proxy in the envelope provided or send to:

CST Trust Company  
P.O. Box 721  
Agincourt, ON M1S 0A1

- You may alternatively fax your proxy to 416-368-2502 or toll free in Canada and United States to 1-866-781-3111 or scan and email to [proxy@canstockta.com](mailto:proxy@canstockta.com).

An undated proxy is deemed to be dated on the day it was received by CST.

**All proxies must be received by 1:00p.m. (Central Time) on June 13, 2014.**