

Altitude Resources Inc.

(the "Corporation")

FORM OF PROXY ("PROXY")

Annual Meeting October 12, 2016 at 10:00 a.m. (MST)

736 – 8th Avenue SW, 3rd Floor Conference Centre, Calgary, Alberta (the "Meeting")

RECORD DATE: September 12, 2016
CONTROL NUMBER: «CONTROL_NUMBER»

SEQUENCE #: «SEQUENCE_NUMBER» - «CUSIP» - «PartAcct_No»

FILING DEADLINE FOR PROXY: 1:00 p.m. (MST) on October 10, 2016

| VOTING METHOD | |
|-----------------------|---|
| INTERNET | Go to <u>www.voteproxyonline.com</u> and enter the 12 digit control number above |
| FACSIMILE | (416) 595-9593 |
| MAIL or HAND DELIVERY | TSX Trust Company 200 University Avenue, Suite 300, Toronto, Ontario, M5H 4H1 |

"Management Nominees"), or instead of any of them, the following Appointee

Please print appointee name

The undersigned hereby appoints Gene Wusaty, or failing him, Doug Porter (the

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.

«MAIL_SEQUENCE»

«Name»

«Add1»

«Add2»

«Add3»

«City», «Province» «Postal_Co

«Shares» *«SEQUENCE_NUMBER»*

- SEE VOTING GUIDELINES ON REVERSE -RESOLUTIONS - MANAGEMENT VOTING RECOMMENDATIONS ARE INDICATED BY HIGHLIGHTED TEXT ABOVE THE BOXES AGAINST 1. Number of Directors AGAINST 4. Stock Option Plan Approval BE IT HEREBY RESOLVED as an ordinary resolution of To Set the Number of Directors at 5. the Corporation that: 2. Election of Directors WITHHOLD 1. the stock option plan of the Corporation substantially in the form attached to the Corporation's management Andrew Wusaty a) information circular dated September 9, 2016 as Appendix B be and is hereby approved, ratified and confirmed, Gene Wusaty b) subject to applicable regulatory approval (the "Plan"); c) Doug Porter 2. the form of the Plan may be amended in order to satisfy George W. Robert d) the requirements or requests of any regulatory authorities, or at the discretion of the Board acting in the best interests Pierre G. Gagnon e) of the Corporation without requiring further approval of the 3. Appointment of Auditors WITHHOLD shareholders of the Corporation: Appointment of Collins Barrow Toronto LLP as 3. all issued and outstanding stock options previously Auditors of the Corporation for the ensuing year and granted, including stock options previously granted authorizing the Directors to fix their remuneration. pursuant to previous stock option plans, be and are continued and are hereby ratified, confirmed and 4. the shareholders of the Corporation hereby expressly authorize the Board to revoke this resolution before it is acted upon without further approval of the shareholders in that regard; and 5. any one (or more) director(s) or officer(s) of the Corporation be and is hereby authorized and directed, on behalf of the Corporation, to take all necessary steps and proceedings and to execute, deliver and file any and all declarations, agreements, documents and other

instruments and do all such other acts and things that may be necessary or desirable to give effect to this resolution.



Proxy Voting – Guidelines and Conditions

- 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.
- 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.
- Guidelines for proper execution of proxy available at www.stac.ca. Please refer to the Proxy Protocol

Proxy Voting – Guidelines and Conditions

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 www.tsxtrust.com/investorinsite

Click on, "Register Online Now" and complete the registration form. Call us toll free at 1-866-393-4891 with any questions.

Request for Financial Statements

Annual Financial Statements with MD&A

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 there documents on SEDAR at www.sedar.com.

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

| Ш | (Mark this box if you would like to receive Annual Financial Statements and related MD&A) |
|---|---|
| | Interim Financial Statements with MD&A (Mark this box if you would like to receive Interim Financial Statements and related 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 has passed, please fax this side to 416-595-9593

«Name» «Add1»

«Add2»

«Add3»

«City», «Province» «Postal_Code»

«Country»

Altitude Resources Inc.