PHOENIX GOLD RESOURCES CORP.



8th Floor, 100 University Avenue Toronto, Ontario M5J 2Y1 www.computershare.com

PJQQ 000001

SAM SAMPLE 123 SAMPLES STREET SAMPLETOWN SS X9X X9X CANADA

Security Class
COMMON CLASS

Holder Account Number

B999999999 IND

Intermediary

ABCD

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Voting Instruction Form ("VIF") - Annual General and Special Meeting to be held on February 18, 2022

NON-REGISTERED (BENEFICIAL) SECURITYHOLDERS

- 1. We are sending to you the enclosed proxy-related materials that relate to a meeting of the holders of the series or class of securities that are held on your behalf by the intermediary identified above. Unless you attend the meeting and vote in person, your securities can be voted only by management, as proxy holder of the registered holder, in accordance with your instructions.
- We are prohibited from voting these securities on any of the matters to be acted upon at the meeting without your specific voting instructions. In order for these securities to be voted at the meeting, it will be necessary for us to have your specific voting instructions. Please complete and return the information requested in this VIF to provide your voting instructions to us promptly.
- 3. If you want to attend the meeting and vote in person, please write your name in the place provided for that purpose in this form. You can also write the name of someone else whom you wish to attend the meeting and vote on your behalf. Unless prohibited by law, the person whose name is written in the space provided will have full authority to present matters to the meeting and vote on all matters that are presented at the meeting, even if those matters are not set out in this form or the information circular. Consult a legal advisor if you wish to modify the authority of that person in any way. If you require help, please contact the Registered Representative who services your account.
- 4. This VIF should be signed by you in the exact manner as your name appears on the VIF. If these voting instructions are given on behalf of a body corporate set out the full legal name of the body corporate, the name and position of the person giving voting instructions on behalf of the body corporate and the address for service of the body corporate.
- 5. If a date is not inserted in the space provided on the reverse of this VIF, it will be deemed to bear the date on which it was mailed by management to you.
- 6. When properly signed and delivered, securities represented by this VIF will be voted as directed by you, however, if such a direction is not made in respect of any matter, and the VIF appoints the Management Nominees, the VIF will direct the voting of the securities to be made as recommended in the documentation provided by Management for the meeting.
- 7. Unless prohibited by law, this VIF confers discretionary authority on the appointee to vote as the appointee sees fit in respect of amendments or variations to matters identified in the notice of meeting or other matters as may properly come before the meeting or any adjournment thereof.
- 8. By providing voting instructions as requested, you are acknowledging that you are the beneficial owner of, and are entitled to instruct us with respect to the voting of, these securities.
- 9. If you have any questions regarding the enclosed documents, please contact the Registered Representative who services your account.
- 10. This VIF should be read in conjunction with the information circular and other proxy materials provided by Management.

Fold

VIFs submitted must be received by 10:00 am, Pacific Standard Time, on February 16, 2022.

VOTE USING THE TELEPHONE OR INTERNET 24 HOURS A DAY 7 DAYS A WEEK!



 Call the number listed BELOW from a touch tone telephone.

1-866-734-VOTE (8683) Toll Free



 Go to the following web site: www.investorvote.com

Smartphone?

Scan the QR code to vote now.



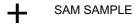
If you vote by telephone or the Internet, DO NOT mail back this VIF.

Voting by mail may be the only method for securities held in the name of a corporation or securities being voted on behalf of another individual.

Voting by mail or by Internet are the only methods by which a holder may choose an appointee other than the Management appointees named on the reverse of this VIF. Instead of mailing this VIF, you may choose one of the two voting methods outlined above to vote this VIF.

To vote by telephone or the Internet, you will need to provide your CONTROL NUMBER listed below.

CONTROL NUMBER 23456 78901 23456



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IND DT6



Appointee(s)

I/We being holder(s) of securities of Phoenix Gold Resources Corp. (the "Company") hereby appoint: Andrew Lee, or failing this person, Walter Dayidson, or failing this person, Roger Baer (the "Management") Nominees")

OR

If you wish to attend in person or appoint someone else to attend on your behalf, print your name or the name of your appointee in this space (see Note #3 on reverse).

as my/our appointee to attend, act and to vote in accordance with the following direction (or if no directions have been given, as the appointee sees fit) and on all other matters that may properly come before the Annual General and Special Meeting of shareholders of the Company to be held at 700 – 595 Burrard Street, Vancouver, BC V7X 1S8 on February 18, 2022 at 10:00 am (PST), and at any adjournment or postponement thereof.

VOTING RECOMMENDATIONS AF	RE INDICATED BY HIG	CHLIGHTED TEXT OVER THE BOX	ŒS.			Fo	T Ag	ainst
1. Number of Directors] [1
To set the number of Directors a	at five (5).							_
2. Election of Directors	For Withh	nold	For	Withhold		Fo] Wit	Fold
01. Andrew Lee		02. Walter Davidson			03. Roger Baer			
04. Bruce Durham		05. J. Douglas Blanchflowe	r					
						Fo	i Wit	hhold
3. Appointment of Auditors Appointment of MS Partners LLI	⊃ as Auditors of the 0	Company for the ensuing year a	nd authorizing the	Directors t	o fix their remuneration]
						Fo	A g	ainst
4. Stock Option Plan (the "Exi	sting Plan")					Г	7	7
To ratify, confirm and approve the	ne Company's Optior	n Plan, as described in the Comp	pany's Information	Circular.		_		_
						Fo	T Ag	ainst
5. Restricted Share Unit Plan		Dian as described in the Commo	anda lafannation (Nasala.				
To ratify, confirm and approve the	•		ny's information C	Jircular.		Fo	i Ag	ainst Fold
 Potential New Listing on Ca To authorize and approve the dedirectors of the Company. 			n the CSE, as det	ermined at	the discretion of the bo	ard of]
Authorized Signature(s) – I	This section must	be completed for your	Signature(s)			Date		
I/We authorize you to act in accordarevoke any VIF previously given with indicated above, and the VIF appoar recommended by Management	nce with my/our instruct respect to the Meeting pints the Management	ctions set out above. I/We hereby g. If no voting instructions are is Nominees, this VIF will be voted				DD / MN	18	_
Interim Financial Statements - Mark thi like to receive Interim Financial Statemer accompanying Management's Discussion mail.	ts and	Annual Financial Statements - N like to receive the Annual Financia accompanying Management's Dis mail.	al Statements and					

If you are not mailing back your VIF, you may register online to receive the above financial report(s) by mail at www.computershare.com/mailinglist.



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PHOENIX GOLD RESOURCES CORP.



8th Floor, 100 University Avenue Toronto, Ontario M5J 2Y1 www.computershare.com

PJQQ 000002

SAM SAMPLE 123 SAMPLES STREET SAMPLETOWN SS X9X X9X AUSTRALIA

Security Class
COMMON CLASS

Holder Account Number

B999999999 IND

Intermediary

ABCD

Fold

Voting Instruction Form ("VIF") - Annual General and Special Meeting to be held on February 18, 2022

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- 2. We are prohibited from voting these securities on any of the matters to be acted upon at the meeting without your specific voting instructions. In order for these securities to be voted at the meeting, it will be necessary for us to have your specific voting instructions. Please complete and return the information requested in this VIF to provide your voting instructions to us promptly.
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312-588-4291 Direct Dial



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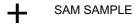
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OR

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To set the number of Directors a	at five (5).							_
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