



FATHOM NICKEL INC.



Form of Proxy – Annual and Special Meeting to be held on November 16, 2022

Appointment of Proxyholder

I/We being the undersigned holder(s) of **Fathom Nickel Inc.** hereby appoint **Doug Porter** or failing this person, **Ian Fraser**

OR

Print the name of the person you are appointing if this person is someone other than the Management Nominees listed herein:

as my/our proxyholder with full power of substitution and to attend, act, and to vote for and on behalf of the holder in accordance with the following direction (or if no directions have been given, as the proxyholder sees fit) and all other matters that may properly come before the Annual and Special Meeting of Fathom Nickel Inc. to be held at 3rd Floor Conference Centre, 707 5th Street SW, Calgary, Alberta T2P 1V8 at 10:30 a.m. or at any adjournment thereof.

1. Number of Directors.	To set the number of directors to be elected at the Meeting to at five (5).				For	Against		
					<input type="checkbox"/>	<input type="checkbox"/>		
2. Election of Directors.	For	Against	For	Against	For	Against		
a. Ian Fraser	<input type="checkbox"/>	<input type="checkbox"/>	b. Doug Porter	<input type="checkbox"/>	<input type="checkbox"/>	c. Mark Cummings	<input type="checkbox"/>	<input type="checkbox"/>
d. John Morgan	<input type="checkbox"/>	<input type="checkbox"/>	e. Eugene Chen	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input type="checkbox"/>
3. Appointment of Auditors.	To appoint BDO Canada LLP, as auditors of the Corporation and to authorize the directors of the Corporation to fix their remuneration as such				For	Withhold		
					<input type="checkbox"/>	<input type="checkbox"/>		
4. Resolution.	As an ordinary resolution of the Shareholders of Fathom Nickel Inc. (" Fathom ") that: the Equity Incentive Plan of Fathom, which provides for the grant of incentive securities to acquire, in the aggregate, up to 10% of the number of Common Shares of Fathom issued and outstanding from time to time, be and the same is hereby authorized and reapproved; and any one director or officer of Fathom is authorized and directed, on behalf of Fathom, 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 (whether under seal of Fathom or otherwise) that may be necessary or desirable to give effect to this resolution					For	Against	
					<input type="checkbox"/>	<input type="checkbox"/>		

Authorized Signature(s) – This section must be completed for your instructions to be executed.

Signature(s):

Date

I/we authorize you to act in accordance with my/our instructions set out above. I/We hereby revoke any proxy previously given with respect to the Meeting. If no voting instructions are indicated above, **this Proxy will be voted as recommended by Management.**

_____/_____/_____
MM / DD / YY

Interim Financial Statements – Check the box to the right if you would like to **RECEIVE** Interim Financial Statements and accompanying Management’s Discussion & Analysis by mail. See reverse for instructions to sign up for delivery by email.

Annual Financial Statements – Check the box to the right if you would like to **DECLINE** to receive the Annual Financial Statements and accompanying Management’s Discussion and Analysis by mail.

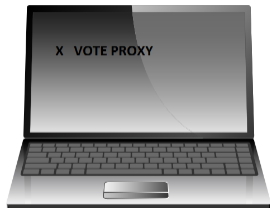
This form of proxy is solicited by and on behalf of Management.

Proxies must be received by 10:30 AM, MT on NOVEMBER 14, 2022.

Notes to Proxy

1. Each holder has the right to appoint a person, who need not be a holder, to attend and represent him or her at the Annual and Special Meeting. If you wish to appoint a person other than the persons whose names are printed herein, please insert the name of your chosen proxyholder in the space provided on the reverse.
2. If the securities are registered in the name of more than one holder (for example, joint ownership, trustees, executors, etc.) then all of the registered owners must sign this proxy in the space provided on the reverse. If you are voting on behalf of a corporation or another individual, you may be required to provide documentation evidencing your power to sign this proxy with signing capacity stated.
3. This proxy should be signed in the exact manner as the name appears on the proxy.
4. If this proxy is not dated, it will be deemed to bear the date on which it is mailed by Management to the holder.
5. The securities represented by this proxy will be voted as directed by the holder; however, if such a direction is not made in respect of any matter, this proxy will be voted as recommended by Management.
6. The securities represented by this proxy will be voted or withheld from voting, in accordance with the instructions of the holder, on any ballot that may be called for and, if the holder has specified a choice with respect to any matter to be acted on, the securities will be voted accordingly.
7. This proxy confers discretionary authority in respect of amendments to matters identified in the Notice of Meeting or other matters that may properly come before the meeting.
8. This proxy should be read in conjunction with the accompanying documentation provided by Management.

INSTEAD OF MAILING THIS PROXY, YOU MAY SUBMIT YOUR PROXY USING SECURE ONLINE VOTING AVAILABLE ANYTIME:



To Vote Your Proxy Online please visit:

<https://login.odysseytrust.com/pxlogin>. You will require the **CONTROL NUMBER** printed with your address to the right.

If you vote by Internet, **do not mail** this proxy.

To request the receipt of future documents via email and/or to sign up for Securityholder Online services, you may contact Odyssey Trust Company at

Shareholder Address and Control Number Here

www.odysseycontact.com

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. A return envelope has been enclosed for voting by mail.

VANCOUVER

United Kingdom Building
350 – 409 Granville Street
Vancouver BC V6C 1T2

CALGARY

Stock Exchange Tower
1230 – 300 5th Avenue SW
Calgary AB T2P 3C4

TORONTO

Trader's Bank Building
702, 67 Yonge Street,
Toronto ON M5E 1J8