



PRODUCED BY:



**FORM OF PROXY
FOR USE AT THE SPECIAL MEETING OF SHAREHOLDERS
TO BE HELD AT 2702-401 BAY STREET, TORONTO, ONTARIO ON MONDAY NOVEMBER 18, 2024 AT 2:00 PM ET.
Please log in using your VOTER ID and MEETING ACCESS CODE shown on the reverse side of this proxy.**

Proxies must be received by November 14, 2024, at 2:00 pm ET to be valid.

VOTING METHOD	
INTERNET	Go to http://app.agmconnect.com and enter your VOTER ID and MEETING ACCESS CODE shown on reverse.
EMAIL	voteproxy@agmconnect.com
MAIL	AGM Connect 372 Bay Street, Suite 1800 Toronto, ON M5H 2W9

This Proxy is solicited on behalf of the management of 55 North Mining Inc. (the "Corporation"). The undersigned, being a shareholder of the Corporation hereby appoints, Bruce Reid, President & CEO of the Corporation, or failing him, Julio DiGirolamo, CFO or instead of either of them, the following appointee:

Please Print Appointee Name

Please Print Email of Appointee

as proxyholder for and 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, in accordance with voting instructions, if any, provided below.

~~-PLEASE SEE VOTING GUIDELINES ON REVERSE-~~

1. Consolidation	FOR	AGAINST
To consider, and it thought appropriate, to pass, with or without variation, a special resolution authorizing an amendment to the articles of the Corporation to effect a consolidation of the issued and outstanding common shares of the Corporation on the basis of one (1) post-consolidation common share for fifteen (15) pre-consolidation common shares.	<input type="checkbox"/>	<input type="checkbox"/>

Please Print Name

Signature of Shareholder

Dated

Please use the following information to vote your shares and attend the meeting:

VOTER ID	
MEETING ACCESS CODE	
NUMBER OF SHARES	

PROXY VOTING GUIDELINES

1. **THIS PROXY IS SOLICITED BY MANAGEMENT OF THE COMPANY.**
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, they will vote in favour of each resolution. 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. Each shareholder has the right to appoint a person other than management designees specified to represent them at the meeting or any postponement or adjournment thereof. Such right may be exercised by completing the proxy appointee information section located on the front side of this proxy form page. The appointed proxyholder need not be a shareholder of the Corporation.
5. The proxy confers discretionary authority in respect of amendments or variations to matters identified in the Notice of Meeting or other matters that properly come before the meeting or any adjournment or postponement thereof.
6. To be valid, this proxy must be signed by the shareholder named on the front side of this proxy. If the shareholder is a Corporation, the proxy must be executed by an officer of the Corporation or an attorney duly authorized thereof.
7. If the proxy is not dated, it is deemed to bear the date of it's mailing to the shareholders of the Company.
8. To be valid, this proxy must be filed using one of the Voting Methods and must be received by AGM Connect before the date noted on the front side of this proxy, or in the case of any adjournment or postponement of the Meeting not less than 48 hours (Saturdays, Sundays, and Holidays in the city of Toronto, Ontario excluded) before the time of the adjournment or postponement of the meeting.

CONDITIONS

If any amendments or variations to the matters referred to above or any other matters identified in the notice of meeting are proposed at the Meeting or any adjournment(s) thereof, or if any other matters which are not known to management should properly come before the meeting or any adjournment(s) thereof, this proxy confers discretionary authority on the person voting the proxy to vote on such amendments or variations or such other matters in according with the best judgement of such persons.

Late proxies may be accepted or rejected by the Chairman of the meeting in his or her sole discretion.