



# PALISADES GOLDCORP LTD.

## Form of Proxy – Annual General and Special Meeting to be held on August 27, 2025



### Appointment of Proxyholder

I/We being the undersigned holder(s) of **Palisades Goldcorp Ltd.** hereby appoint **Collin Kettell, Chief Executive Officer of the Company**, or failing this person, **Bassam Moubarak, Chief Financial Officer and Director of the Company** (together, the “**Management Proxyholders**”),

OR

Print the name of the person you are appointing if this person is someone other than the Management Proxyholders 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 General and Special Meeting of Palisades Goldcorp Ltd.** to be held at **27th Floor, The Stack, 1133 Melville Street, Vancouver BC V6E 4E5 on Wednesday, August 27, 2025, at 10:00 a.m. (Pacific Time)** or at any adjournment thereof.

1. <b>Number of Directors.</b> To set the number of directors to be elected at the Meeting at four (4).				For	Against
				<input type="checkbox"/>	<input type="checkbox"/>
2. <b>Election of Directors.</b>	For	Withhold		For	Withhold
a. Collin Kettell	<input type="checkbox"/>	<input type="checkbox"/>	b. Gregor Gregersen	<input type="checkbox"/>	<input type="checkbox"/>
d. Philip O'Neill	<input type="checkbox"/>	<input type="checkbox"/>	c. Elizabeth Harrison	<input type="checkbox"/>	<input type="checkbox"/>
3. <b>Appointment of Auditor.</b> To appoint Deloitte LLP, Chartered Professional Accountants, as auditor of the Company for the ensuing year and to authorize the directors of the Company to fix the remuneration to be paid to the auditor.				For	Withhold
				<input type="checkbox"/>	<input type="checkbox"/>
4. <b>Stock Option Plan.</b> To consider, and if deemed advisable, to pass, with or without variation, an ordinary resolution approving the Company's "10% rolling" stock option plan, dated for reference May 21, 2021, as amended September 23, 2022, in the form attached as Schedule A to and as more particularly described in the management information circular of the Company July 21, 2025.				For	Against
				<input type="checkbox"/>	<input type="checkbox"/>
5. <b>Conditional Options.</b> Subject to the approval of the Stock Option Plan Resolution, to consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution of disinterested Shareholders ratifying and approving the previous grant of 2,650,000 conditional stock options on June 6, 2025, at an exercise price of \$1.50 per Share, under the Company's stock option plan, as more particularly described in the Circular				For	Against
				<input type="checkbox"/>	<input type="checkbox"/>
6. <b>Creation of New Control Person.</b> To consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution of disinterested Shareholders, approving the potential creation of Michael Parker as a new Control Person of the Company, as such term is defined in the policies of the TSX Venture Exchange.				For	Against
				<input type="checkbox"/>	<input type="checkbox"/>
7. <b>Plan of Arrangement.</b> To consider and, if deemed advisable, to approve, with or without variation, a special resolution of the Shareholders approving a statutory plan of arrangement pursuant to Section 288 of the Business Corporations Act (British Columbia) as more fully described in the Circular.				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 receive the Annual Financial Statements and accompanying Management's Discussion and Analysis by mail. See reverse for instructions to sign up for delivery by email.

☐

**This form of proxy is solicited by and on behalf of Management.  
Proxies must be received by 10:00 a.m., Pacific Time, on Monday,  
August 25, 2025.**

**Notes to Proxy**

1. Each holder has the right to appoint a person, who need not be a holder, to attend and represent them at the 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://vote.odysseytrust.com>**

**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 <https://odysseytrust.com/ca-en/help/>.**

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.