

**HIGH TIDE RESOURCES CORP.**

**PROXY**

**FOR USE AT THE ANNUAL & SPECIAL MEETING OF SHAREHOLDERS  
TO BE HELD ON DECEMBER 20<sup>TH</sup>, 2023**

This proxy is solicited on behalf of the management of **HIGH TIDE RESOURCES CORP.** (the "**Company**"). The undersigned, being a shareholder of the Company hereby appoints, Steve Roebuck, Interim Chief Executive Officer, President and Director of the Company, or failing him, **Donna McLean, Chief Financial Officer** of the Company, or failing her, Stephen Altmann, Director of the Company (the "**Management Nominees**") or instead of any of them, \_\_\_\_\_, 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 annual and special meeting of shareholders of the Company (the "**Meeting**") to be held at the office of Peterson McVicar LLP at 110 Yonge Street, Suite 1601, Toronto, ON M5C 1T4 on December 20<sup>th</sup>, 2023 at 10:00 a.m. (Toronto time) and at any adjournment or adjournments thereof, to the same extent and with the same power as if the undersigned were personally present at the Meeting or such adjournment or adjournments thereof. The undersigned hereby directs the proxyholder to vote the securities of the Company recorded in the name of the undersigned as specified herein.

**ELECTION OF DIRECTORS**

- |    |                 |                          |   |
|----|-----------------|--------------------------|---|
| 1. | <b>FOR</b>      | <input type="checkbox"/> | THE ELECTION OF STEPHEN ALTMANN AS A DIRECTOR OF THE COMPANY. |
|    | <b>WITHHOLD</b> | <input type="checkbox"/> |   |
| 2. | <b>FOR</b>      | <input type="checkbox"/> | THE ELECTION OF STEVE ROEBUCK AS A DIRECTOR OF THE COMPANY.   |
|    | <b>WITHHOLD</b> | <input type="checkbox"/> |   |
| 3. | <b>FOR</b>      | <input type="checkbox"/> | THE ELECTION OF JOE POVEROMO AS A DIRECTOR OF THE COMPANY.    |
|    | <b>WITHHOLD</b> | <input type="checkbox"/> |   |
| 4. | <b>FOR</b>      | <input type="checkbox"/> | THE ELECTION OF SERGE PELLETIER AS A DIRECTOR OF THE COMPANY. |
|    | <b>WITHHOLD</b> | <input type="checkbox"/> |   |
| 5. | <b>FOR</b>      | <input type="checkbox"/> | THE ELECTION OF CAROL SEYMOUR AS A DIRECTOR OF THE COMPANY.   |
|    | <b>WITHHOLD</b> | <input type="checkbox"/> |   |

**APPOINTMENT OF AUDITOR**

- |    |                 |                          |  |
|----|-----------------|--------------------------|--|
| 6. | <b>FOR</b>      | <input type="checkbox"/> | THE APPOINTMENT OF MCGOVERN HURLEY LLP, CHARTERED PROFESSIONAL ACCOUNTANTS, AS AUDITORS OF THE COMPANY FOR THE ENSURING YEAR AND TO AUTHORIZE THE DIRECTORS TO FIX THEIR REMUNERATION. |
|    | <b>WITHHOLD</b> | <input type="checkbox"/> |  |

**APPROVAL OF BY-LAW AMENDMENT**

- |    |                |                          |  |
|----|----------------|--------------------------|--|
| 7. | <b>FOR</b>     | <input type="checkbox"/> | TO CONSIDER, AND IF THOUGHT ADVISABLE, TO APPROVE, WITH OR WITHOUT VARIATION, AN ORDINARY RESOLUTION TO CONFIRM AND RATIFY AN AMENDMENT TO BY-LAW NO.1 OF THE CORPORATION BY WAY OF THE ADOPTION OF AN AMENDED AND RESTATED BY-LAW NO.1 TO REDUCE THE QUORUM REQUIREMENTS FOR MEETINGS OF SHAREHOLDERS FROM THE HOLDERS OF A MAJORITY OF THE COMMON SHARES OF THE CORPORATION ENTITLED TO VOTE AT A MEETING OF SHAREHOLDERS TO TWO SHAREHOLDERS PRESENT IN PERSON OR BY PROXY, AS MORE PARTICULARLY DESCRIBED IN THE COPORATIONS' MANAGEMENT INFORMATION CIRCULAR DATED NOVEMBER 3, 2023 (THE " <b>CIRCULAR</b> ") |
|    | <b>AGAINST</b> | <input type="checkbox"/> |  |

**APPROVAL OF CONSOLIDATION**

- |    |                |                          |  |
|----|----------------|--------------------------|--|
| 8. | <b>FOR</b>     | <input type="checkbox"/> | TO CONSIDER AND IF THOUGHT ADVISABLE, TO PASS, WITH OR WITHOUT VARIATION A SPECIAL RESOLUTION ALLOWING THE DIRECTORS OF THE CORPORATION TO CONSOLIDATE THE ISSUED AND OUTSTANDING COMMON SHARES OF THE CORPORATION ON THE BASIS OF ONE (1) POST-CONSOLIDATION COMMON SHARE FOR UP TO FIVE (5) PRE-CONSOLIDATION COMMON SHARES, AS MORE PARTICULARLY DESCRIBED IN THE CIRCULAR. |
|    | <b>AGAINST</b> | <input type="checkbox"/> |  |

If any amendments or variations to the matters referred to above or to any other matters identified in the notice of meeting are proposed at the Meeting or any adjournment or adjournments thereof, or if any other matters which are not now known to management should properly come before the Meeting or any adjournment or adjournments thereof, this proxy confers discretionary authority on the person voting the proxy to vote on such amendments or variations or such other matters in accordance with the best judgment of such person. **To be valid, this proxy must be received by the Company's transfer agent, Capital Transfer Agency ULC, 390 Bay Street, Suite 920, Toronto, Ontario, M5H 2Y2, Fax Number: (416) 350-5008, or online at [www.capitaltransferagency.com/voteproxy](http://www.capitaltransferagency.com/voteproxy), not later than 48 hours, excluding Saturdays, Sundays and statutory holidays in the City of Toronto, Ontario, prior to the Meeting or any adjournment thereof. 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 late proxy.**

This proxy revokes and supersedes all proxies of earlier date.

DATED this \_\_\_\_\_ day of \_\_\_\_\_, 2023.

\_\_\_\_\_  
SIGNATURE OF SHAREHOLDER

To vote online, please go to:  
[www.capitaltransferagency.com/voteproxy](http://www.capitaltransferagency.com/voteproxy)

\_\_\_\_\_  
NAME OF SHAREHOLDER

Proxy Control Number:

## NOTES AND INSTRUCTIONS

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, this proxy will be voted in favour of the matters listed on the proxy. 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 blank line in the proxy, the name of the person to be appointed, who need not be a security holder of the Company.
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 Company.
7. To be valid, this proxy must be filed using one of the voting methods outlined above and must be received by Capital Transfer Agency ULC before 10:00 a.m. on December 18<sup>th</sup>, 2023 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.
8. 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.
9. Guidelines for proper execution of the proxy are available at [www.stac.ca](http://www.stac.ca). Please refer to the Proxy Protocol.