HAPPY CREEK MINERALS LTD.



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

Security Class

Holder Account Number

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Form of Proxy - Annual General Meeting to be held on Tuesday, August 24, 2021

This Form of Proxy is solicited by and on behalf of Management.

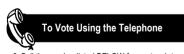
Notes to proxy

- 1. Every holder has the right to appoint some other person or company of their choice, who need not be a holder, to attend and act on their behalf at the meeting or any adjournment or postponement thereof. If you wish to appoint a person or company other than the Management Nominees whose names are printed herein, please insert the name of your chosen proxyholder in the space provided (see reverse).
- 2. If the securities are registered in the name of more than one owner (for example, joint ownership, trustees, executors, etc.), then all those registered should sign this proxy. 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(s) appear(s) on the proxy.
- 4. If a date is not inserted in the space provided on the reverse of this proxy, it will be deemed to bear the date on which it was mailed to the holder by Management.
- 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, and the proxy appoints the Management Nominees listed on the reverse, this proxy will be voted as recommended by Management.
- 6. The securities represented by this proxy will be voted in favour, or withheld from voting, or voted against each of the matters described herein, as applicable, in accordance with the instructions of the holder, on any ballot that may be called for. If you have 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 or variations to matters identified in the Notice of Meeting and Management Information Circular or other matters that may properly come before the meeting or any adjournment or postponement thereof, unless prohibited by law.
- 8. This proxy should be read in conjunction with the accompanying documentation provided by Management.

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Proxies submitted must be received by 11:00 am (PDT), on Friday, August 20, 2021.

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



 Call the number listed BELOW from a touch tone telephone.

1-866-732-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 proxy.

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 appoint a person as proxyholder other than the Management Nominees named on the reverse of this proxy. Instead of mailing this proxy, you may choose one of the two voting methods outlined above to vote this proxy.

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

CONTROL NUMBER

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I/We being holder(s) of securities of Happy Creek Minerals Ltd. (the "Corporation") hereby appoint: Richard Lee, Chief Financial Officer, or failing this person, Kathy Love, Corporate Secretary (the "Management Nominees")

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 on all other matters that may properly come before the Annual General Meeting of shareholders of the Corporation to be held at Suite 1500, 885 West Georgia Street, Vancouver, British Columbia on Tuesday, August 24, 2021 at 11:00 am (PDT), and at any adjournment or postponement thereof.

Georgia Street, Váncouver, British Columbi					ment or p	ostponement thereof.				
OTING RECOMMENDATIONS ARE IND	ICATED	BY HIGHL	IGHTED TEXT OVER THE BOX	(ES.						
. Election of Directors	For	Withhold		For	Withh	nold		For	Withhol	
1. Michael Cathro			02. David Blann			03. Walter Segsw	orth			
4. Rodger Gray			05. Sarah Weber							
								For	Withhol	
. Appointment of Auditors uppointment of DeVisser Gray LLP, Chirectors to fix their remuneration.	hartere	d Professio	onal Accountants as Auditors	of the Corporati	on for the	e ensuing year and aut	horizing the			
								For	Against	
. Annual Approval of Incentive Sto	ck Opti	on Plan								
To pass an ordinary resolution providir particularly described in the Corporation	ng the r on's Ma	equired an nagement	nual approval of the Corpora Proxy Circular dated July 21	ation's Amended , 2021.	2006 Inc	entive Stock Option Pla	an, as more			
Signature of Proxyholder				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, and the proxy appoints the Management Nominees, this Proxy will be voted as recommended by Management.					many, parties of the state of t					
nterim Financial Statements - Mark this box if y ke to receive Interim Financial Statements and ccompanying Management's Discussion and An			Annual Financial Statements - like to receive the Annual Financi accompanying Management's Dis	al Statements and						

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







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