

**Security Class**

**Holder Account Number**

**Intermediary**

Fold

**Voting Instruction Form (“VIF”) - Annual General and Special Meeting to be held on June 29, 2018**

**NON-REGISTERED (BENEFICIAL) SECURITYHOLDERS**

1. We are sending to you the enclosed proxy-related materials that relate to a meeting of the holders of the series or class of securities that are held on your behalf by the intermediary identified above. Unless you attend the meeting and vote in person, your securities can be voted only by management, as proxy holder of the registered holder, in accordance with your instructions.
2. *We are prohibited from voting these securities on any of the matters to be acted upon at the meeting without your specific voting instructions.* In order for these securities to be voted at the meeting, it will be necessary for us to have your specific voting instructions. Please complete and return the information requested in this VIF to provide your voting instructions to us promptly.
3. If you want to attend the meeting and vote in person, please write your name in the place provided for that purpose in this form. You can also write the name of someone else whom you wish to attend the meeting and vote on your behalf. Unless prohibited by law, the person whose name is written in the space provided will have full authority to present matters to the meeting and vote on all matters that are presented at the meeting, even if those matters are not set out in this form or the information circular. Consult a legal advisor if you wish to modify the authority of that person in any way. If you require help, please contact the Registered Representative who services your account.
4. **This VIF should be signed by you in the exact manner as your name appears on the VIF. If these voting instructions are given on behalf of a body corporate set out the full legal name of the body corporate, the name and position of the person giving voting instructions on behalf of the body corporate and the address for service of the body corporate.**
5. If this VIF is not dated, it will be deemed to bear the date on which it is mailed by management to you.
6. **When properly signed and delivered, securities represented by this VIF will be voted as directed by you, however, if such a direction is not made in respect of any matter, the VIF will direct the voting of the securities to be made as recommended in the documentation provided by Management for the meeting.**
7. This VIF confers discretionary authority on the appointee to vote as the appointee sees fit in respect of amendments or variations to matters identified in the notice of meeting or other matters as may properly come before the meeting or any adjournment thereof.
8. Your voting instructions will be recorded on receipt of the VIF.
9. By providing voting instructions as requested, you are acknowledging that you are the beneficial owner of, and are entitled to instruct us with respect to the voting of, these securities.
10. If you have any questions regarding the enclosed documents, please contact the Registered Representative who services your account.
11. This VIF should be read in conjunction with the information circular and other proxy materials provided by Management.

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**VIFs submitted must be received by 9:00 AM (Pacific Time) on June 27, 2018.**

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



**To Vote Using the Telephone**

- Call the number listed BELOW from a touch tone telephone.

**1-866-734-VOTE (8683) Toll Free**



**To Vote Using the Internet**

- Go to the following web site: [www.investorvote.com](http://www.investorvote.com)
- **Smartphone?**  
Scan the QR code to vote now.



**If you vote by telephone or the Internet, DO NOT mail back this VIF.**

**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 choose an appointee other than the Management appointees named on the reverse of this VIF. Instead of mailing this VIF, you may choose one of the two voting methods outlined above to vote this VIF.

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

**CONTROL NUMBER**



**Appointee(s)**

Management Appointees are: Doris Meyer, or failing her, Dan O'Brien, or failing him, Blake Steele, (collectively, the "Management Appointees"),

OR

If you wish to attend in person or appoint someone else to attend on your behalf, print your name or the name of your appointee in this space (see Note #3 on reverse).

as my/our appointee to attend, act and to vote in accordance with the following direction (or if no directions have been given, as the appointee sees fit) and all other matters that may properly come before the Annual General and Special Meeting of securityholders of the Company to be held at the offices of the Company at Unit 1 – 15782 Marine Drive, White Rock, B.C., on June 29, 2018 at 9:00 AM (Pacific Time) and at any adjournment or postponement thereof.

VOTING RECOMMENDATIONS ARE INDICATED BY **HIGHLIGHTED TEXT** OVER THE BOXES.

**For**      **Against**

**1. Number of Directors**

To set the number of Directors at six (6).

<input type="checkbox"/>	<input type="checkbox"/>
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**For**      **Withhold**                      **For**      **Withhold**                      **For**      **Withhold**

**2. Election of Directors**

01. Richard F. Clement, Jr.

<input type="checkbox"/>	<input type="checkbox"/>
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02. Matthew O'Kane

<input type="checkbox"/>	<input type="checkbox"/>
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03. Apolonius (Paul) Struijk

<input type="checkbox"/>	<input type="checkbox"/>
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04. Joseph Havlin

<input type="checkbox"/>	<input type="checkbox"/>
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05. Alexander Bayer

<input type="checkbox"/>	<input type="checkbox"/>
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06. Delos Cy Jamison

<input type="checkbox"/>	<input type="checkbox"/>
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**For**      **Withhold**

**3. Appointment of Auditors**

Appointment of BDO Canada LLP as Auditors of the Company for the ensuing year and authorizing the Directors to fix their remuneration.

<input type="checkbox"/>	<input type="checkbox"/>
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**For**      **Against**

**4. Azarga Share Issuance Resolution**

To consider and, if thought advisable, to pass, with or without variation, a resolution, the full text of which is set forth in Appendix E1 to the accompanying joint management information circular of the Company and URZ Energy Corp. ("URZ") dated May 31, 2018 (the "Circular"), approving the issuance, or reservation for issuance, as the case may be, by the Company of such number of common shares of the Company ("Azarga Shares") as may be required to be issued pursuant to the plan of arrangement involving URZ under Division 5 of Part 9 of the Business Corporations Act (British Columbia) in accordance with the terms of the arrangement agreement dated May 4, 2018 between the Company and URZ.

<input type="checkbox"/>	<input type="checkbox"/>
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**5. Azarga Debt Conversion Resolution**

To consider and, if thought advisable, to pass, with or without variation, a resolution, the full text of which is set forth in Appendix E2 to the accompanying Circular, approving the conversion by the Company of the convertible loan with an outstanding principal amount of US\$1,776,000, plus accrued but unpaid interest, advanced by certain shareholders of the Company (the "Subject Shareholders") pursuant to the terms of a loan agreement between the Company and the Subject Shareholders dated July 31, 2012 at a price of C\$0.25 per Azarga Share, and a fixed Canadian to US dollar exchange rate of 1.28, excluding for this purpose the votes cast by the Subject Shareholders.

<input type="checkbox"/>	<input type="checkbox"/>
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**6. Increase shares reserved for Employee Share Purchase Plan**

To consider and, if thought advisable, to pass an ordinary resolution of the shareholders of the Company approving an increase in the number of Azarga Shares reserved for issuance pursuant to the Employee Share Purchase Plan from 3,000,000 to 6,000,000 Azarga Shares in the form set out in the Circular

<input type="checkbox"/>	<input type="checkbox"/>
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**7. Bonus Resolution**

To consider and, if thought advisable, pass an ordinary resolution of disinterested shareholders of the Company authorizing and approving the issuance of 550,000 Azarga Shares (the "Bonus Shares") as a bonus at a deemed price per Bonus Share equal to the market price of the Azarga Shares on the date of the issuance of the Bonus Shares, all as more particularly described in the Circular.

<input type="checkbox"/>	<input type="checkbox"/>
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**8. Approve issuance of 1,000,000 share purchase warrants**

To consider and, if thought advisable, to pass an ordinary resolution of disinterested shareholders of the Company approving the issue of a total of 1 million share purchase warrants in the form set out in the Circular.

<input type="checkbox"/>	<input type="checkbox"/>
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**9. Advance Notice Policy**

To consider and, if thought advisable, to pass an ordinary resolution of the shareholders of the Company ratifying the adoption of an advance notice policy in the form set out in the Circular.

<input type="checkbox"/>	<input type="checkbox"/>
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**10. Rolling Stock Option Plan**

To consider and, if thought advisable, to pass an ordinary resolution of the shareholders of the Company approving the 2018 Rolling Stock Option Plan in the form set out in the Circular.

<input type="checkbox"/>	<input type="checkbox"/>
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**Authorized Signature(s) - This section must be completed for your instructions to be executed.**

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 VIF with signing capacity stated.

Signature(s)

Date

MM / DD / YY

**Interim Financial Statements** – Mark this box if you would like to receive interim financial statements and accompanying Management's Discussion and Analysis by mail.

**Annual Financial Statements** – Mark this box if you would like to receive the Annual Financial Statements and accompanying Management's Discussion and Analysis by mail.

If you are not mailing back your VIF, you may register online to receive the above financial report(s) by mail at [www.computershare.com/maillinglist](http://www.computershare.com/maillinglist).

