



PRODUCED BY:



FORM OF PROXY

FOR USE AT THE ANNUAL GENERAL & SPECIAL MEETING OF SHAREHOLDERS

TO BE HELD IN PERSON AT 372 BAY ST., SUITE 1800, TORONTO, ON, ON NOVEMBER 27, 2024 AT 4:30 PM (TORONTO TIME)

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 25, 2024 at 4:30 PM (Toronto Time) to be valid.

Shareholder Mailing Information

Table with 2 columns: VOTING METHOD and details for INTERNET, EMAIL, and MAIL.

This Proxy is solicited on behalf of the management of Omai Gold Mines Corp. (the "Corporation"). The undersigned, being a shareholder of the Corporation hereby appoints, Elaine Ellingham, President, CEO & Director of the Corporation, or failing her, Nadine Miller, Director 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-~~

Table with 4 columns: Item description, FOR, AGAINST, and WITHHOLD. Contains 4 main items with sub-items for directors and auditors.

5. Restricted Share Unit Plan To consider, and if deemed advisable, to approve with or without variation, an ordinary resolution approving the Restricted Share Unit Plan.	FOR <input type="checkbox"/>	AGAINST <input type="checkbox"/>
6. Deferred Share Unit Plan To consider, and if deemed advisable, to approve wit or without variation, an ordinary resolution approving the Deferred Share Unit Plan.	FOR <input type="checkbox"/>	AGAINST <input type="checkbox"/>
7. Advance Notice By-Law To consider, and if deemed advisable, to approve with or without variation, an ordinary resolution confirming and ratifying the Advance Notice By-Law.	FOR <input type="checkbox"/>	AGAINST <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.**
- 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.
- 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.
- 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.
- 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.
- If the proxy is not dated, it is deemed to bear the date of it's mailing to the shareholders of the Company.
- 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.***