

Security Class

Holder Account Number

Fold

Form of Proxy - Special Meeting to be held on March 25, 2020

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 persons 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 must sign this proxy with signing capacity stated, and you may be required to provide documentation evidencing your power to sign this proxy.
3. This proxy should be signed in the exact manner as the name(s) appear(s) 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 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 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 or variations to matters identified in the Notice of Meeting or other matters that may properly come before the meeting or any adjournment or postponement thereof.
8. This proxy should be read in conjunction with the accompanying documentation provided by Management.

Fold

Proxies submitted must be received by 10:00 a.m. (MST) on March 23, 2020.

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.

1-866-732-VOTE (8683) Toll Free



To Vote Using the Internet

- 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



Appointment of Proxyholder

I/We being holder(s) of Madrona Mining Limited hereby appoint(s):
George Stephenson, or failing him Miriam Stephenson, or failing her John
Davey, or failing him/her Gary Severson

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 shareholder 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 Special Meeting of shareholders of Madrona Mining Limited to be held at 1150, 707 – 7 Avenue, S.W. Calgary, Alberta T2P 3H6 on March 25, 2020 at 10:00 a.m. (MST) and at any adjournment or postponement thereof.

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

For **Against**

1. APPROVAL OF SALE

1. To consider, and if deemed appropriate, to pass, with or without variation, a special resolution, the full text of which is set forth in the Information Circular and Proxy Statement dated February 20, 2020 requiring not less than 2/3 of the votes cast by the shareholders, to approve and accept the sale of substantially all of the assets of the Corporation to Nighthawk Gold Corp.

For **Against**

2. APPROVAL OF NAME CHANGE

2. To consider and, if deemed appropriate, to pass, with or without variation, a special resolution, the full text of which is set forth in the Information Circular and Proxy Statement dated February 20, 2020 authorizing the board of directors to change the name of the Corporation at their sole discretion at any time in next 36 months.

For **Against**

3. APPROVAL OF CONSOLIDATION

3. To consider and, if deemed appropriate, to pass, with or without variation, a special resolution, the full text of which is set forth in the Information Circular and Proxy Statement dated February 20, 2020 authorizing the board of directors at their discretion over the next 36 months, to approve a consolidation of the share capital of the Corporation on up to a maximum of a one for ten basis or such lesser amount as determined by the Board of Directors in accordance the provisions of the *Business Corporations Act* (Alberta).

To transact such other business as may properly be brought before the Meeting, or any adjournment(s) thereof. Specific details of the matters proposed to be put before the Meeting are set forth in the Information Circular, which accompanies this Notice.

Fold

Authorized Signature(s) - This section must be completed for your instructions to be executed.

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.**

Signature(s)

Date

DD / MM / YY

Annual Financial Statements - Mark this box if you would NOT like to receive the Annual Financial Statements and accompanying Management's Discussion and Analysis by mail.

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/maillinglist.

