



GREAT LAKES GRAPHITE INC.

- PROXY -

**FOR USE AT THE ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS
TO BE HELD ON JANUARY 30, 2018**

The undersigned, being a Shareholder of common shares (the "**Shares**") of **GREAT LAKES GRAPHITE INC.** (the "**Corporation**") hereby appoints **PAUL A. GORMAN** (CEO of the Corporation) or, failing him, **PAUL K. FERGUSON** (Chief Marketing Officer of the Corporation) or,

instead of either, _____

(clearly print name)

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 the Shareholders of the Corporation to be held on **JANUARY 30, 2018**, at 11:00 a.m. (Toronto time) at 82 Richmond Street East, Toronto, Ontario (the "**Meeting**") and at any adjournment(s) or postponement(s) thereof, to the same extent and with the same power as if the undersigned were personally present at the said Meeting or such adjournment(s) or postponement(s) thereof. The undersigned hereby directs the proxyholder to vote the securities of the Corporation recorded in the name of the undersigned as specified herein.

1. ELECTION OF DIRECTORS:

The election of the following as Directors of the Corporation as set forth in the accompanying Notice of Annual and Special Meeting of Shareholders and Management Information Circular (the "**Circular**")

	FOR	WITHHOLD
a) Paul A. Gorman	<input type="checkbox"/>	<input type="checkbox"/>
b) Brett Clark	<input type="checkbox"/>	<input type="checkbox"/>
c) Paul K. Ferguson	<input type="checkbox"/>	<input type="checkbox"/>
d) Laura Mottola	<input type="checkbox"/>	<input type="checkbox"/>

2. APPOINTMENT OF AUDITORS:

FOR **WITHHOLD**

- To approve the re-appointment of MNP LLP, as auditors of the Corporation for the ensuing year and to authorize the Directors to fix the remuneration of the auditors.

3. APPROVAL OF STOCK OPTION PLAN

FOR **AGAINST**

- To approve the Stock Option Plan of the Corporation as specified in the Management Information Circular accompanying the meeting materials.

If any amendments or variations to the matters referred to above or to any other matters identified in the Circular are proposed at the Meeting or any adjournment(s) or postponement(s) thereof or, if any other matters which are not now known to management should properly come before the Meeting or any adjournment(s) or postponement(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 accordance with the best judgment of such person.

To be valid, this proxy must be received by the Corporation's transfer agent, Trans Canada Transfer Inc., 25 Adelaide Street East, Suite 1301, Toronto, Ontario, M5C 3A1, not later than 48 hours (excluding Saturdays, Sundays and holidays), prior to the Meeting or any adjournment(s) or postponement(s) thereof. Late proxies may be accepted or rejected by the Chairman of the Meeting in his or her discretion, and the Chairman is under no obligation to accept or reject any particular late proxy.

This proxy revokes and supersedes all proxies of an earlier date.

DATED this _____ day of _____, 2018.

Signature of Shareholder

Name of Shareholder (please print)

Number of Shares held by shareholder

IMPORTANT NOTES - PLEASE READ:

1. THIS PROXY IS SOLICITED BY MANAGEMENT OF THE CORPORATION.
2. **THIS PROXY CONFERS DISCRETIONARY AUTHORITY ON THE PROXYHOLDER TO VOTE IN HIS OR HER DISCRETION WITH RESPECT TO AMENDMENTS OR VARIATIONS TO THE MATTERS IDENTIFIED IN THE CIRCULAR ACCOMPANYING THIS PROXY OR SUCH OTHER MATTERS WHICH MAY PROPERLY COME BEFORE THE MEETING OR AT ANY ADJOURNMENT(S) OR POSTPONEMENT(S) THEREOF.**
3. EACH SHAREHOLDER HAS THE RIGHT TO APPOINT A PERSON OTHER THAN THE MANAGEMENT DESIGNEES SPECIFIED ON THE REVERSE HEREOF TO REPRESENT THEM AT THE MEETING. **SUCH RIGHT MAY BE EXERCISED BY INSERTING IN THE SPACE PROVIDED THE NAME OF THE PERSON TO BE APPOINTED, WHO NEED NOT BE A SHAREHOLDER OF THE CORPORATION.**
4. **EACH SHAREHOLDER MUST SIGN THIS PROXY. IF THE SHAREHOLDER IS A CORPORATION, THIS PROXY MUST BE EXECUTED BY AN OFFICER OR ATTORNEY THEREOF DULY AUTHORIZED.**
5. **PLEASE DATE THIS PROXY. IF THIS PROXY IS NOT DATED IN THE SPACE PROVIDED, IT IS DEEMED TO BEAR THE DATE OF ITS MAILING TO THE SHAREHOLDERS OF THE CORPORATION.**

6. IF THE SHAREHOLDER APPOINTS ANY OF THE PERSONS DESIGNATED ON THE REVERSE HEREOF, INCLUDING PERSONS OTHER THAN MANAGEMENT DESIGNEES, AS PROXYHOLDER TO ATTEND AND ACT AT THE SAID MEETING:

(a) the Shares represented by this proxy will be voted in accordance with the instructions of the shareholder on any ballot that may be called for;

(b) where the shareholder specifies a choice in the proxy with respect to any matter to be acted upon, the Shares represented by this proxy shall be voted accordingly; and

(c) **IF NO CHOICE IS SPECIFIED WITH RESPECT TO THE MATTERS LISTED ON THE REVERSE HEREOF, THIS PROXY WILL BE VOTED "FOR" SUCH MATTERS.**

Request for Financial Statements

In accordance with securities regulations, security holders may elect to receive Annual Financial Statements, Interim Financial Statements, and MD&As.

Instead of receiving the financial statements by mail, you may choose to view these documents on SEDAR at www.sedar.com.

I am a security holder of the Corporation, and as such request the following:

Annual Financial Statements with MD&A
(Mark this box if you would like to receive the Annual Financial Statements and related MD&A)

Interim Financial Statements with MD&A
(Mark this box if you would like to receive the Interim Financial Statements and related MD&A)

If you are casting your vote online and wish to receive financial statements, please complete the online request for financial statements following your voting instructions.

If the cut-off time has passed, please fax this form to 416-848-0790.

Check this box if you wish to receive the selected financial statements electronically and print your email address below

E-MAIL (optional)

By providing my email address, I hereby acknowledge and consent to all provisions outlined in the following: <https://www.voteproxyonline.com/equity/fsred.pdf>

**GREAT LAKES GRAPHITE INC.
FISCAL YEAR – 2016**