

CARIBOO ROSE RESOURCES LTD.

110-325 Howe St., Vancouver, B.C. V6C 1Z7

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PROXY

Type of Meeting: Annual General Meeting
Name of Company: Cariboo Rose Resources Ltd. (the "Company")
Meeting Date: September 2, 2015
Meeting Time: 11:00 a.m. (Vancouver Time)
Meeting Location: 110-325 Howe St., Vancouver, B.C.

The undersigned Member of the Company hereby appoints Glen L. Garratt, a Director of the Company, or failing this person, J. William Morton, a Director of the Company, or in the place of the foregoing, _____, (please print name) as proxyholder for and on behalf of the Member with the power of substitution to attend, act and vote for and on behalf of the Member in respect of all matters that may properly come before the meeting of the Members of the Company and at every adjournment thereof, to the same extent and with the same powers as if the undersigned Member were present at the said meeting, or any adjournment thereof.

Resolutions (for full detail of each item, please see the enclosed Notice of Meeting):

	For	Against	Withhold
1. Appointment of Auditors	_____	N/A	_____
2. To elect D.D. Sharp as director	_____	N/A	_____
3. To elect G. L. Garratt as director	_____	N/A	_____
4. To elect J. W. Morton as director	_____	N/A	_____
5. To elect P. Way as director	_____	N/A	_____
6. To elect E. T. Kimura as director	_____	N/A	_____
7. To elect A. R. Scott as director	_____	N/A	_____
8. Approve stock option plan	_____	N/A	_____

The undersigned Member hereby revokes any proxy previously given to attend and vote at said meeting. This proxy form is not valid unless it is signed and dated. If someone other than the Member of the Company signs the proxy form on behalf of the named Member of the Company, documentation acceptable to the Chairman of the meeting must be deposited with this proxy form, authorizing the signing person to do such.

To be presented at the meeting, this proxy form must be received at the Company's office by mail or by fax at least 48 hours prior to the time of the meeting excluding Saturdays, Sundays and holidays.

Name of Shareholder _____

Number of shares represented by this proxy: _____

Please sign here: _____

Date: _____

1. This proxy is solicited by the Management of the Company.
2.
 - (i) If the Member wishes to attend the meeting to vote on the resolutions in person, please register your attendance with the Company's scrutineers at the meeting.
 - (ii) If the Member has its securities held by its financial institution and wishes to attend the meeting to vote on the resolutions in person, please cross off the management appointee name or names, insert the Member's name in the blank space provided, do not indicate a voting choice by any resolution, sign and date and return the proxy form. At the meeting a vote will be taken on each of the resolutions as set out on this proxy form and the Member's vote will be counted at that time.
3. If the Member cannot attend the meeting but wishes to vote on the resolutions, the Member can appoint another person, who need not be a Member of the Company, to vote according to the Member's instructions. To appoint someone other than the person named, please cross off the management appointee name or names and insert your appointed proxyholder's name in the space provided, sign and date and return the proxy form.
4. If the Member cannot attend the meeting but wishes to vote on the resolutions and to appoint one of the management appointees named, please leave the wording appointing a nominee as shown, sign and date and return the proxy form. Where no choice is specified by a Member on a resolution shown on the proxy form, a nominee of management acting as proxyholder will vote the securities as if the Member had specified an affirmative vote.
5. The securities represented by this proxy will be voted or withheld from voting in accordance with the instructions of the Member on any ballot or a resolution that may be called for and, if the Member specifies a choice with respect to any matters to be acted upon, the securities will be voted accordingly. With respect to any amendments or variations in any of the resolutions shown on the proxy form, or matters which may properly come before the meeting, the securities will be voted by the nominee appointed as the nominee in its sole discretion sees fit.
6. If the Member votes on the resolutions and returns the proxy form, the Member may still attend the meeting and vote in person should the Member later decide to do so. To attend the meeting, the Member must revoke the proxy form by sending a new proxy form with the revised instructions.
7. The Chairman of the meeting shall be authorized, subject to the Articles and securities regulations, to accept proxies which are incomplete or otherwise not properly constituted.