TOPAZ ENERGY

ODYSSEY
Stock Exchange Tower
1230, 300 5th Ave SW
Calgary, AB T2P 3C4

Form of Proxy – Annual Meeting of Shareholders to be held on June 23, 2021

Appointment of Proxyholder
I/We being the undersigned holder(s) of **Topaz Energy Corp.** ("Topaz") hereby appoint(s), **Marty Staples, President & CEO** of Topaz or failing this person, **Cheree Stephenson VP Finance & CFO** of Topaz.

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 holder 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 Annual Meeting of Topaz to be held virtually at https://web.lumiagm.com/265325039 **at 10:00 a.m. (Calgary time) on Wednesday, June 23, 2021** or at any adjournment or postponement thereof.

	For	Against
1. **Number of Directors.** To fix the number of directors to be elected at the Meeting at nine (9) members.	☐	☐

2. **Election of Directors.**

	For	Withhold		For	Withhold		For	Withhold
1. **Michael L. Rose**	☐	☐	2. **Marty Staples**	☐	☐	3. **Tanya Causgrove**	☐	☐
4. **Jim Davidson**	☐	☐	5. **John Gordon**	☐	☐	6. **Darlene Harris**	☐	☐
7. **Steve Larke**	☐	☐	8. **Brian G. Robinson**	☐	☐	9. **Rafi Tahmazian**	☐	☐

	For	Against/Withhold
3. **Performance Share Unit Plan.** The board recommends you vote for the approval of our performance share unit plan.	For ☐	Against ☐
4. **Deferred Share Unit Plan.** The board recommends you vote for the approval of our deferred share unit plan.	For ☐	Against ☐
5. **Appointment of Auditors.** To appoint KPMG LLP, Chartered Professional Accountants as auditors to serve until the next annual meeting of shareholders.	For ☐	Withhold ☐
6. **Executive Compensation.** To consider a non-binding advisory resolution on Topaz's approach to executive compensation.	For ☐	Against ☐

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

/ /
MM / DD / YY

Interim Financial Statements – Check the box to the right if you would like to **RECEIVE** Interim Financial Statements and accompanying Management's Discussion & Analysis by mail. ☐

Annual Financial Statements – Check the box to the right if you would like to **DECLINE** to receive the Annual Financial Statements and accompanying Management's Discussion and Analysis by mail. ☐

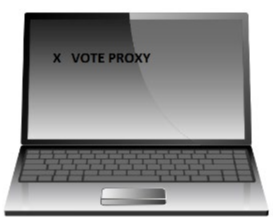
This form of proxy is solicited by and on behalf of Management.

Proxies must be received by 10:00 a.m. (Calgary Time) on June 21, 2021.

Notes to Proxy

1. Each holder has the right to appoint a person, who need not be a holder, to attend and represent him or her at the Annual Meeting. If you wish to appoint a person other than the persons whose names are printed herein, please insert the name of your chosen proxyholder in the space provided on the reverse.
2. If the securities are registered in the name of more than one holder (for example, joint ownership, trustees, executors, etc.) then all of the registered owners must sign this proxy in the space provided on the reverse. 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 proxy with signing capacity stated.
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 or withheld from voting, 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 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.

INSTEAD OF MAILING THIS PROXY, YOU MAY SUBMIT YOUR PROXY USING SECURE ONLINE VOTING AVAILABLE ANYTIME:



To Vote Your Proxy Online please visit:

https://login.odysseytrust.com/pxlogin and click on VOTE**. You will require the CONTROL NUMBER printed with your address to the right. If you vote by Internet, do not mail this proxy.**

Shareholder Address and Control Number Here

To Virtually Attend the Meeting:

You can attend the meeting virtually by visiting https://web.lumiagm.com/265325039 **. For further information on the virtual Special Meeting and how to attend it, please view the Circular of Topaz.**

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. A return envelope has been enclosed for voting by mail.