GEN III OIL CORPORATION



8th Floor, 100 University Avenue Toronto, Ontario M5J 2Y1 www.computershare.com

Security Class

Holder Account Number

Form of Proxy - Annual General Meeting to be held on Friday, December 20, 2019

This Form of Proxy is solicited by and on behalf of Management.

Notes to proxy

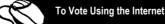
- 1. Every holder has the right to appoint some other person or company of their choice, who need not be a holder, to attend and act on their behalf at the meeting or any adjournment or postponement thereof. If you wish to appoint a person or company other than the persons whose names are printed herein, please insert the name of your chosen proxyholder in the space provided (see reverse).
- 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.

Proxies submitted must be received by 10:00 am, PST, on Wednesday, December 18, 2019

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



- 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

I/We being holder(s) of Gen III Oil C Clarkes, or failing him, Larry Van Hatt	Print the name of the person you are appointing if this person is someone other than the Chairman of the Meeting.											
as my/our proxyholder with full power given, as the proxyholder sees fit) and Burrard Street, Vancouver, BC on Frid	all other ma	atters that m	av properly com	he before the	Annual Gener	al Meeting	of sharehol	ders of Ge				
VOTING RECOMMENDATIONS ARE	E INDICATEI	D BY <mark>high</mark> i	LIGHTED TEXT	OVER THE	BOXES.							A
1. Number of Directors											For	Against
o set the number of Directors at five (5).												
2. Election of Directors	For	Withhole	i			For	Withhold	I			For	Withhold
01. Greg Clarkes			02. Larry Va	an Hatten				03. Joh	n Detmold			
04. Paul DiPasquale			05. Bryan N	lethery								
											For	Withhold
3. Appointment of Auditors												
Appointment of Ernst & Young LL	P as Audito	ors of the C	company for th	ne ensuing y	/ear and auth	norizing th	ne Directors	s to fix th	eir remunera	ation.		
											For	Against
4. Approval of Stock Option Pla	in											
To pass an ordinary resolution to ratify, confirm and approve the Company's Stock Option Plan.												
											For	Against
5. Other Business To transact such other business a	as may prop	perly come	before the me	eeting or an <u>y</u>	y adjournmei	nt thereof						
Authorized Signature(s) - This section must be completed for your instructions to be executed. Signature(s) I/We authorize you to act in accordance with my/our instructions set out above. I/We hereby Signature(s)							Date					
revoke any proxy previously given wit indicated above, this Proxy will be	h respect to i	the Meeting	. If no voting in	structions a	re					<u>DD </u>	/ MM /	<u> </u>
Interim Financial Statements - Mark this l like to receive Interim Financial Statements accompanying Management's Discussion a mail. If you are not mailing back your proxy, you	and and analysis by	у	NOT like to re accompanying mail.	ceive the Annu g Management	nts - Mark this bo lal Financial Stat 's Discussion an y mail at www.co	ements and d Analysis b	у	glist.				
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