



**Annual General Meeting**

**Sept. 17, 2024 at 04:00 PM (Canada/Eastern Standard)**

**Hybrid meeting. In-person location: Norton Rose Fulbright 1, Place Ville Marie, Suite 2500, Montreal,**

**QC, H3B 1R1**

(the "Meeting")

**Proxy Voting – Guidelines and Conditions**

1. **THIS PROXY IS SOLICITED BY OR ON BEHALF OF THE MANAGEMENT OF THE CORPORATION.**
2. **THIS PROXY SHOULD BE READ IN CONJUNCTION WITH THE MEETING MATERIALS PRIOR TO VOTING.**
3. **If you appoint the Management Nominees indicated on the reverse to vote on your behalf, they must also vote in accordance with your instructions or, if no instructions are given, in accordance with the Voting Recommendations highlighted for each Resolution on the reverse. If you appoint someone else to vote your securities, they will also vote in accordance with your instructions or, if no instructions are given, as they in their discretion choose.**
4. This proxy confers discretionary authority on the person named to vote in his or her discretion with respect to amendments or variations to the matters identified in the Notice of the Meeting accompanying the proxy or such other matters which may properly come before the Meeting or any adjournment or postponement thereof.
5. **The securityholder has a right to appoint a person or company to represent the securityholder at the Meeting other than the person or company designated in the form of proxy.** Such right may be exercised by inserting, on the reverse of this form, in the space labeled "Please print appointee name", the name of the person to be appointed, who need not be a securityholder of the Corporation.
6. To be valid, this proxy must be signed. Please date the proxy. If the proxy is not dated, it is deemed to bear the date of its mailing to the securityholders of the Corporation.
7. To be valid, this proxy must be filed using one of the **Voting Methods** and must be received by *TSX Trust Company* before the **Filing Deadline for Proxy**, noted on the reverse or in the case of any adjournment or postponement of the Meeting not less than 48 hours (Saturdays, Sundays and holidays excepted) before the time of the adjourned or postponed meeting. Late proxies may be accepted or rejected by the Chair of the Meeting in his discretion, and the Chair is under no obligation to accept or reject any particular late proxy.
8. If the holder is a corporation, the proxy must be executed by an officer or attorney thereof duly authorized, and the holder may be required to provide documentation evidencing the signatory's power to sign the proxy.
9. Guidelines for proper execution of the proxy are available at [www.stac.ca](http://www.stac.ca). Please refer to the Proxy Protocol.

**Electronic Delivery**

If you are a registered securityholder and wish to enroll for electronic delivery for future issuer communications including meeting related materials, financial statements, DRS, etc., where applicable, you may do so:

- 1) After you vote online at [www.voteproxyonline.com](http://www.voteproxyonline.com) using your control number.
- 2) Through TSX Trust's online portal, Investor Insite. You may log in or enroll at <https://www.tsxtrust.com/investor-login>

For details go to [www.tsxtrust.com/consent-to-electronic-delivery](http://www.tsxtrust.com/consent-to-electronic-delivery)

**VOTING METHOD**

**INTERNET**

Go to [www.voteproxyonline.com](http://www.voteproxyonline.com) and enter the 12 digit control number



**FACSIMILE**

416-595-9593

**MAIL or HAND DELIVERY**

TSX Trust Company  
301 - 100 Adelaide Street West  
Toronto, Ontario, M5H 4H1

**Investor inSite**

TSX Trust Company offers at no cost to holders, the convenience of secure 24-hour access to all data relating to their account including summary of holdings, transaction history, and links to valuable holder forms and Frequently Asked Questions.

To register, please visit: <https://www.tsxtrust.com/t/investor-hub/forms/investor-insite-registration> and complete the registration form

For assistance, please contact TSX TRUST INVESTOR SERVICES.

**Mail:** 301 - 100 Adelaide Street West Toronto, ON, M5H 4H1

**Tel:** 1-866-600-5869

**Email:** [tsxtis@tmx.com](mailto:tsxtis@tmx.com)

**FORM OF PROXY (“PROXY”)**

**PATRIOT BATTERY METALS INC.**  
(the “Corporation”)

**Annual General Meeting**

**Sept. 17, 2024 at 04:00 PM (Canada/Eastern Standard)**  
**Hybrid meeting. In-person location: Norton Rose Fulbright 1,**  
**Place Ville Marie, Suite 2500, Montreal, QC, H3B 1R1**

**CONTROL NUMBER:**

**SECURITY CLASS: Common Shares**

**RECORD DATE: Aug. 2, 2024**

**FILING DEADLINE FOR PROXY: Sept. 13, 2024 at 04:00 PM**  
**(Canada/Eastern Standard)**

**APPOINTEES**

The undersigned hereby appoints **Natacha Garoute, Chief Financial Officer** whom failing **Ken Brinsden, President, Chief Executive Officer & Managing Director** (the “Nominees”), or instead of any of them, the following Appointee

*Please print appointee name*

as proxyholder 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 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 in accordance with voting instructions, if any, provided below.

**- SEE VOTING GUIDELINES ON REVERSE -**

**RESOLUTIONS – VOTING RECOMMENDATIONS ARE INDICATED BY HIGHLIGHTED TEXT ABOVE THE BOXES**

	FOR	WITHHOLD		FOR	AGAINST
<b>1. Election of Directors</b>			<b>7. Approval to issue FY24 Options and DSUs</b>		
a) Pierre Boivin	<input type="checkbox"/>	<input type="checkbox"/>	To issue up to 344,008 Options and 4,245 DSUs for FY24 to Pierre Boivin.	<input type="checkbox"/>	<input type="checkbox"/>
b) Brian Jennings	<input type="checkbox"/>	<input type="checkbox"/>	<b>8. Approval to issue FY24 Options and DSUs</b>		
c) Ken Brinsden	<input type="checkbox"/>	<input type="checkbox"/>	To issue up to 104,008 Options and 4,038 DSUs for FY24 to Mélissa Desrochers.	<input type="checkbox"/>	<input type="checkbox"/>
d) David Blair Way	<input type="checkbox"/>	<input type="checkbox"/>	<b>9. Approval to issue FY24 DSUs</b>		
e) Mélissa Desrochers	<input type="checkbox"/>	<input type="checkbox"/>	To issue up to 4,308 DSUs for FY24 to Brian Jennings.	<input type="checkbox"/>	<input type="checkbox"/>
<b>2. Appointment of Auditor</b>			<b>10. Approval to issue DSUs to non-executive Directors for FY25</b>		
To appoint PricewaterhouseCoopers LLP, Chartered Accountants, as the auditor of the Company and to authorize the directors of the Company to fix their remuneration.	<input type="checkbox"/>	<input type="checkbox"/>	To issue up to \$100,000 worth of DSUs for FY25 to each of the non-executive directors, being Pierre Boivin, Mélissa Desrochers and Brian Jennings.	<input type="checkbox"/>	<input type="checkbox"/>
<b>3. Ratification of previous issuance of Shares under the Flow-Through Financing Placement</b>			<b>11. Approval to issue Salary Sacrifice DSUs to non-executive Directors for FY25</b>		
To consider and, for the purpose of ASX Listing Rule 7.4, to ratify the issuance and allotment by the Company of 5,159,959 common shares on May 30, 2024 under a flow through private placement to professional and sophisticated investors.	<input type="checkbox"/>	<input type="checkbox"/>	To issue, in lieu of the whole or part of their annual cash compensation, DSUs to the non-executive directors, being Pierre Boivin, Mélissa Desrochers and Brian Jennings.	<input type="checkbox"/>	<input type="checkbox"/>
<b>4. Ratification of previous issuance of Shares for acquisition of blocks at the Eastmain Project</b>			<b>12. Approval to issue RSUs and PSUs to Ken Brinsden for FY25</b>		
To consider and, for the purpose of ASX Listing Rule 7.4, to ratify the issuance and allotment by the Company of 120,000 common shares on October 31, 2023 as partial consideration for the acquisition of further blocks at its Eastmain Project.	<input type="checkbox"/>	<input type="checkbox"/>	To issue up to \$500,000 worth of RSUs and \$500,000 worth of PSUs for FY25 to Ken Brinsden.	<input type="checkbox"/>	<input type="checkbox"/>
<b>5. Ratification of previous issuance of Shares for acquisition of JBN-57</b>					
To consider and, for the purpose of ASX Listing Rule 7.4, to ratify the issuance and allotment by the Company of 150,000 common shares on May 17, 2024 as partial consideration for the acquisition of the JBN-57 claim block.	<input type="checkbox"/>	<input type="checkbox"/>			
<b>6. Approval to issue FY24 Options and DSUs</b>					
To issue up to 900,000 Options and 7,764 DSUs for FY24 to Ken Brinsden.	<input type="checkbox"/>	<input type="checkbox"/>			

This proxy revokes and supersedes all earlier dated proxies and **MUST BE SIGNED**

*PLEASE PRINT NAME*

*Signature of registered owner(s)* *Date (MM/DD/YYYY)*

- Interim Financial Statements** – Mark this box if you would like to receive Interim Financial Statements and Management Discussion and Analysis.
- Annual Financial Statements** – Mark this box if you would like to receive Annual Financial Statements and Management Discussion and Analysis.

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 side to 416-595-9593.