CASTLE RESOURCES INC. 20 Victoria Street, Suite 800 Toronto, ON M5C 2N8

PROXY SOLICITED BY MANAGEMENT FOR USE AT AN ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS TO BE HELD ON MARCH 31, 2014

undersig day of I Bank I adjourn Meeting below (Februar	r her shares of the Corporation IKE SYLVESTRE, President gned at an annual and special not March, 2014 at the hour of 10 Tower, 4100 – 66 Wellingto ments thereof, to the same extens or adjournment thereof, and I for full details of each item, y 18, 2014 (the "Management"	, STEPHEN SHEFSK c, Chief Executive Offi as nominee of the un neeting (the "Meeting") :00 in the forenoon (To n Street West, Toron nt and with the same ponereby direct(s) the non please see the enclosed t Information Circul	Y, Executive Checer and a direct dersigned, with of shareholders pronto time) at the other to the control of the uninee to vote the larry, which ma	the "Corporation") hereby appoint(s) in remairman and a director of the Corporation tor of the Corporation, or in lieu of the power of substitution, to attend, act and very of the Corporation to be held on Monda the offices of WeirFoulds LLP, Mason 18 (18 18 18 18 18 18 18 18 18 18 18 18 18 1	for failing foregoing tote for the ay, the 31st Room, TD arnment or esent at the r indicated cular dated
1.	To vote as follows with respect to the election of directors:				
	Anthony M. Croll	TO VO	TE FOR []	OR WITHHOLD FROM VOTING	[]
	Lester J. Fernandes	TO VO	TE FOR []	OR WITHHOLD FROM VOTING	[]
	Stephen Shefsky	TO VO	TE FOR []	OR WITHHOLD FROM VOTING	[]
	Tim Mann	TO VO	TE FOR []	OR WITHHOLD FROM VOTING	[]
	Michel J. G. Sylvestre	TO VO	TE FOR []	OR WITHHOLD FROM VOTING	[]
	Tyler Mitchelson	TO VO	TE FOR []	OR WITHHOLD FROM VOTING	[]
2.	TO VOTE FOR []	OR WITHHOLD FR	OM VOTING	[]	
	hold such office until the cle	ose of the next annual	meeting of sha	ed Accountants, as the auditors of the Corporation and to aut the Corporation from time to time.	
3.	TO VOTE FOR []	OR AGAINST []			
		grant options to acquire	up to a maximui	ear the Corporation's stock option plan (tem of 10% of the issued and outstanding sh	
any other	er matters properly come before amendments or variations or	e the Meeting, this instru such other matters acco	nment of proxy (ording to the be	ormation Circular are proposed at the Me (the " Proxy ") confers discretionary authorst judgement of the person voting the Proxum to attend and vote at said Meeting.	rity to vote
	DATED thisday of _		_, 2014.		
			(Signature of Shareholder)		
			(Name of Share	holder - Please Print)	

(Note: This space must be completed by the financial intermediaries forwarding this proxy to beneficial shareholders pursuant to National Instrument 54-101 *Communication with Beneficial Owners of Securities of a Reporting Issuer*).

Number of common shares represented by this Proxy:

All common shares represented at the Meeting by properly executed proxies will be voted and, where a choice with respect to any matter to be acted upon has been specified in this Proxy, the common shares represented hereby will be voted in accordance with such specifications. IN THE ABSENCE OF ANY SUCH SPECIFICATIONS, THE MANAGEMENT DESIGNEES, IF NAMED AS PROXY, WILL VOTE IN FAVOUR OF ALL THE MATTERS SET OUT HEREIN.

If the shareholder is a corporation, the Proxy must be under its corporate seal or under the hand of an officer duly authorized in that behalf.

Proxies, to be valid, must be deposited at the office of the registrar and transfer agent of the Corporation, CST Trust Company, P.O. Box 721, Agincourt, Ontario M1S 0A1, Facsimile: (416) 368-2502 or (866) 781-3111; email: proxy@caststockta.com, not less than 48 hours, excluding Saturdays, Sundays and holidays, preceding the Meeting or any adjournment of the meeting.

A blank space has been provided to date the Proxy. If the Proxy is undated, it will be deemed to bear the date on which it is mailed by the person making the solicitation.

A SHAREHOLDER HAS THE RIGHT TO DESIGNATE A PERSON (WHO NEED NOT BE A SHAREHOLDER OF THE CORPORATION) OTHER THAN STEPHEN SHEFSKY AND MIKE SYLVESTRE THE MANAGEMENT DESIGNEES, TO ATTEND AND ACT FOR HIM AT THE MEETING. SUCH RIGHT MAY BE EXERCISED BY INSERTING IN THE BLANK SPACE PROVIDED ABOVE, THE NAME OF THE PERSON TO BE DESIGNATED.

If a Registered Shareholder has submitted a Proxy, the Registered Shareholder may still attend the Meeting and may vote in **person**. To do so, the Registered Shareholder must record his/her attendance with the scrutineers before the commencement of the Meeting and revoke, in writing, the prior votes.

Notice-and-Access

The Canadian securities regulators have adopted new rules, effective for meetings held on or after March 1, 2013, which permit the use of notice-and-access for proxy solicitation instead of the traditional physical delivery of material. This new process provides the option to post meeting related materials including management circulars, as well as annual financial statements and management's discussion and analysis, on a website in addition to SEDAR. Under notice-and-access, such meeting related materials will be available for viewing up to one year from the date of the posting and a paper copy of the material can be requested at any time during this period.

The Company has elected to utilize notice-and-access method of delivery of its Management Information Circular and Meeting materials. Disclosure regarding each matter or group of matters to be voted on is in the Management Information Circular. You should review the Management Information Circular before voting.

The Meeting materials, including the Management Information Circular, are available electronically at www.sedar.com, on the Company's website http://www.castleresources.com/investors-agm-documents.html.

If you wish a paper copy of the Meeting materials or have questions about notice-and-access, please call 1-888-433-6443 or by Email at fulfilment@canstockta.com. In order to receive a paper copy of the Meeting materials in time to vote before the meeting, your request should be received by at least seven business days in advance of the proxy deposit date.