



**Foremost Clean Energy Ltd.  
Form of Proxy – Annual General and Special Meeting to be held on December 20, 2024**

United Kingdom Building  
350 – 409 Granville Street  
Vancouver BC V6C 1T2

**Appointment of Proxyholder**

I/We being the undersigned holder(s) of **Foremost Clean Energy Ltd.** (the “Company”) hereby appoint **Jason Barnard, President, Chief Executive Officer and Director** or failing this person, **Christina Barnard, Chief Operating Officer.**

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 General and Special Meeting of Foremost Clean Energy Ltd.** (the “Meeting”) to be held at the offices of **Stikeman Elliott LLP, at 666 Burrard St, Suite 1700, Vancouver, BC V6C 2X8 at 10:00 a.m. (Pacific Time) on December 20, 2024** or at any adjournment thereof.

<b>1. Number of Directors.</b> To set the number of directors to be elected at the Meeting at six (6).					<b>For</b> <input type="checkbox"/>	<b>Against</b> <input type="checkbox"/>
<b>2. Election of Directors.</b>	<b>For</b>	<b>Withhold</b>			<b>For</b>	<b>Withhold</b>
<b>a. Jason Barnard</b>	<input type="checkbox"/>	<input type="checkbox"/>	<b>b. Johnathan More</b>		<input type="checkbox"/>	<input type="checkbox"/>
<b>c. Andrew Lyons</b>	<input type="checkbox"/>	<input type="checkbox"/>	<b>d. Douglas L. Mason</b>		<input type="checkbox"/>	<input type="checkbox"/>
<b>e. David Cates</b>	<input type="checkbox"/>	<input type="checkbox"/>	<b>f. Amanda Willett</b>		<input type="checkbox"/>	<input type="checkbox"/>
<b>3. Appointment of Auditors.</b> To appoint MNP LLP, Chartered Professional Accountants, as auditor of the Company for the ensuing year and to authorize the directors of the Company to fix the remuneration to be paid to the auditor.					<b>For</b> <input type="checkbox"/>	<b>Withhold</b> <input type="checkbox"/>
<b>4. Approval of Stock Incentive Plan.</b> To consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution approving certain amendments to the Company's stock incentive plan (the “ <b>Foremost Incentive Plan</b> ”), dated for reference December 12, 2023, as more particularly described in the accompanying Management Information Circular of the Company dated November 12, 2024 (the “ <b>Circular</b> ”);					<b>For</b> <input type="checkbox"/>	<b>Against</b> <input type="checkbox"/>
<b>5. Approval of Arrangement.</b> To consider and, if deemed advisable, to pass, with or without variation, a special resolution (the “ <b>Arrangement Resolution</b> ”), the full text of which is attached as Schedule “B” to the Circular, approving a statutory arrangement (the “ <b>Arrangement</b> ”) under Section 288 of the <i>Business Corporations Act</i> (British Columbia) pursuant to the Plan of Arrangement attached as Schedule “F” to the Circular and as more particularly described in the Circular, which involves, among other things, the distribution of common shares of Rio Grande Resources Ltd. (“ <b>Spinco</b> ”) to holders (“ <b>Shareholders</b> ”) of common shares of Foremost (“ <b>Foremost Shares</b> ”) on the basis of two (2) Spinco common shares for each Foremost Share held on the effective date of the Arrangement, as described in more detail in the Circular.					<b>For</b> <input type="checkbox"/>	<b>Against</b> <input type="checkbox"/>
<b>6. Approval of Spinco Stock Incentive Plan.</b> Subject to the approval of the Arrangement Resolution, to consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution to approve a stock incentive plan of Spinco, in the form attached as Schedule “D” to the Circular and as more particularly described in the Circular.					<b>For</b> <input type="checkbox"/>	<b>Against</b> <input type="checkbox"/>

**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 of the Company (“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 and Analysis by mail. See reverse for instructions to sign up for delivery by email.

**Annual Financial Statements** – Check the box to the right if you would like to receive the Annual Financial Statements and accompanying Management’s Discussion and Analysis by mail. See reverse for instructions to sign up for delivery by email.

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

**This form of proxy is solicited by and on behalf of Management. Proxies must be received by 10:00 a.m, Pacific Time, on December 18, 2024.**

**Notes to Proxy**

1. Each holder has the right to appoint a person, who need not be a holder, to attend and represent them at the 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 appears 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.
8. This proxy should be read in conjunction with the accompanying documentation provided by Management.



**To Vote Your Proxy Online please visit:**

<https://login.odysseytrust.com/pxlogin>

You will require the **CONTROL NUMBER** printed with your address to the right.

If you vote by Internet, do not mail this proxy.

To request the receipt of future documents via email and/or to sign up for Securityholder Online services, you may contact Odyssey Trust Company at <https://odysseytrust.com/ca-en/help/>.

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.