

Security Class

Holder Account Number

Fold

Form of Proxy - Annual General and Special Meeting to be held on November 13, 2014

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).
2. 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.

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Proxies submitted must be received by 4:00 PM (Pacific Time) on November 10, 2014.

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



To Vote Using the Internet

- 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



Appointment of Proxyholder

I/We being holder(s) of ATLANTIC GOLD CORPORATION (formerly, Spur Ventures Inc.) hereby appoint: Irfan Shariff, or failing him, Chris Batalha, or failing him, John Morgan,

OR

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 of substitution and to attend, act and to vote for and on behalf of the shareholder 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 shareholders of ATLANTIC GOLD CORPORATION (formerly, Spur Ventures Inc.) to be held at Salon C at the Renaissance Vancouver Harbourside Hotel, 1133 West Hastings Street, Vancouver, British Columbia, on November 13, 2014 at 4:00 PM (Pacific Time) and at any adjournment or postponement thereof.

VOTING RECOMMENDATIONS ARE INDICATED BY **HIGHLIGHTED TEXT** OVER THE BOXES.

For **Against**

1. Number of Directors

To set the number of Directors at 7.

2. Election of Directors

	For	Withhold		For	Withhold		For	Withhold
01. W. David Black	<input type="checkbox"/>	<input type="checkbox"/>	02. William P. Armstrong	<input type="checkbox"/>	<input type="checkbox"/>	03. Donald Siemens	<input type="checkbox"/>	<input type="checkbox"/>
04. Steven G. Dean	<input type="checkbox"/>	<input type="checkbox"/>	05. Robert G. Atkinson	<input type="checkbox"/>	<input type="checkbox"/>	06. John Morgan	<input type="checkbox"/>	<input type="checkbox"/>
07. Wally Bucknell	<input type="checkbox"/>	<input type="checkbox"/>						

For **Withhold**

3. Appointment of Auditors

To appoint PricewaterhouseCoopers LLP as the Auditors of the Company for the ensuing year at a remuneration to be fixed by the Directors.

For **Against**

4. Approval of Rolling Stock Option Plan

In order to align the Company's option plan with current practice amongst TSXV listed issuers, to consider and, if thought fit, pass an ordinary resolution in accordance with Listing Rule 7.2 (exception 9) and for all other purposes, to approve and ratify a new a rolling Stock Option Plan of the Company allowing the granting of up to 10% of the Company's issued and outstanding common shares at any time.

For **Against**

5. Issue of Shares Representing up to 10% of the Issued Capital of the Company

In order to account for conflicts between the TSXV and ASX listing rules, to consider and, if thought fit, pass a special resolution in accordance with ASX Listing Rule 7.1A and for all other purposes, to approve the issue of Shares representing up to 10% of the issued capital of the Company, calculated in accordance with the formula prescribed in Listing Rule 7.1A.2, on the terms and conditions described in the Information Circular.

For **Against**

6. Approval of Shares Issued Under the Acadian Transaction

Consistent with resolution 5 above, in order to account for conflicts between the TSXV and ASX listing rules, to consider and, if thought fit, pass an ordinary resolution in accordance with Listing Rule 7.4 and for all other purposes, approving the issue of up to 8,876,542 Shares in connection with the acquisition of all the share capital in Acadian Mining Corporation.

For **Against**

7. Transaction of Other Business

To transact any other business that may properly come before the Meeting and any postponement(s) or adjournment(s) thereof.

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 – Mark this box if you would like to receive Interim Financial Statements and accompanying Management's Discussion and Analysis by mail.

Annual Financial Statements – Mark this box if you would like to receive the Annual Financial Statements and accompanying Management's Discussion and Analysis by mail.

If you are not mailing back your proxy, you may register online to receive the above financial report(s) by mail at www.computershare.com/maillinglist.

