

**GEODRILL LIMITED**  
**PROXY**  
**FOR USE AT THE**  
**ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS**  
**MAY 9, 2011**

The undersigned, being a shareholder of Geodrill Limited (the "Corporation") hereby appoints, **DAVID HARPER**, President and Chief Executive Officer or failing him, **IAN LACEY**, Chief Financial Officer, or instead of either of them, \_\_\_\_\_ as proxyholder for and 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 annual and special meeting of the shareholders of the Corporation (the "Meeting") to be held at the TMX Broadcast Centre, The Exchange Tower, 130 King Street West, Toronto, Ontario, M5X 1J2, on Monday, May 9, 2011, at 1:00 p.m. (Toronto time) and at any adjournment or adjournments thereof, to the same extent and with the same power as if the undersigned were personally present at the said meeting or such adjournment or adjournments thereof. The undersigned hereby directs the proxyholder to vote the securities of the Corporation recorded in the name of the undersigned as follows:

**The board of directors and management of Geodrill Limited recommends that shareholders VOTE FOR each matter below.**

- |    |   |           |                      |
|----|---|-----------|----------------------|
| 1. | In respect of the election of proposed directors: | VOTED FOR | WITHHELD FROM VOTING |
| 1. | David Harper                                      | ( )       | ( )                  |
| 2. | John Bingham                                      | ( )       | ( )                  |
| 3. | Colin Jones                                       | ( )       | ( )                  |
| 4. | Allen Palmiere                                    | ( )       | ( )                  |
| 5. | Victoria Prentice                                 | ( )       | ( )                  |
2. VOTED FOR ( ), OR WITHHELD FROM VOTING ( ) in respect of the appointment of Deloitte & Touche LLP, as the new auditor of the Corporation and to authorize the board of directors to fix its remuneration.
3. VOTED FOR ( ), OR AGAINST ( ) in respect of the approval of the Corporation's stock option plan, as set forth in the accompanying management information circular dated April 7, 2011 in substantially the form of resolution attached as Appendix "B" thereto.

If any amendments or variations to the matters referred to above or to any other matters identified in the notice of meeting are proposed at the meeting or any adjournment or adjournments thereof, or if any other matters which are not now known to management should properly come before the meeting or any adjournment or adjournments thereof, this proxy confers discretionary authority on the person voting the proxy to vote on such amendments or variations or such other matters in accordance with the best judgment of such person.

**To be valid, this proxy must be received by the Corporation's transfer agent, Equity Financial Trust Company, 200 University Avenue, Suite 400, Toronto, ON M5H 4H1, not later than 48 hours, excluding Saturdays, Sundays and holidays, prior to the Meeting or any adjournment thereof. Late proxies may be accepted or rejected by the Chairman of the meeting in his discretion, and the Chairman is under no obligation to accept or reject any particular late proxy.**

This proxy revokes and supersedes all proxies of earlier date.

**DATED** this \_\_\_\_ day of \_\_\_\_\_, 2011.

\_\_\_\_\_  
Signature of Shareholder

\_\_\_\_\_  
Name of Shareholder (Please Print)

**(See Notes on Reverse)**

**NOTES:**

**1. THIS PROXY IS SOLICITED BY MANAGEMENT OF THE CORPORATION.**

2. The shares represented by this proxy will be voted. Where a choice is specified, the proxy will be voted as directed. **Where no choice is specified, this proxy will be voted in favour of the matters listed on the proxy.** The proxy confers discretionary authority on the above named person to vote in his or her discretion with respect to amendments or variations to the matters identified in the Notice of Meeting accompanying the proxy or such other matters which may properly come before the Meeting.

3. Each shareholder has the right to appoint a person other than management designees specified above to represent them at the Meeting. Such right may be exercised by inserting in the space provided the name of the person to be appointed, who need not be a shareholder of the Corporation.

4. Each shareholder must sign this proxy. Please date the proxy. If the shareholder is a corporation, the proxy must be executed by an officer or attorney thereof duly authorized.

5. If the proxy is not dated in the space provided, it is deemed to bear the date of its mailing to the shareholders of the Corporation.

6. If the shareholder appoints any of the persons designated above, **including persons other than Management Designees**, as proxy to attend and act at the said Meeting:

(a) the shares represented by the proxy will be voted in accordance with the instructions of the shareholder on any ballot that may be called for;

(b) where the shareholder specifies a choice in the proxy with respect to any matter to be acted upon, the shares represented by the proxy shall be voted accordingly; and

(c) **IF NO CHOICE IS SPECIFIED WITH RESPECT TO THE MATTERS LISTED ABOVE, THE PROXY WILL BE VOTED FOR SUCH MATTERS.**