

Security Class

Holder Account Number

Fold

Form of Proxy - Annual General Meeting to be held on May 29, 2009

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 11:00 AM (Pacific Daylight Time) or 1:00 PM (Panama Time), on May 27, 2009 (48 hours prior to the meeting).

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

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, HOLDER ACCOUNT NUMBER and ACCESS NUMBER listed below.

CONTROL NUMBER

HOLDER ACCOUNT NUMBER

ACCESS NUMBER



Appointment of Proxyholder

I/We, being holder(s) of Thunderbird Resorts Inc. hereby appoint: Jack R. Mitchell, or failing him Albert W. Atallah or failing him Tino Monaldo

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 Meeting of shareholders of Thunderbird Resorts Inc. to be held at Thunderbird Building, Calle alberto Navarro, El Cangrejo, Apt. 0823-00514, Panama, Republic of Panama, on May 29, 2009 at 11:00 AM (Pacific Daylight Time) or 1:00 PM (Panama Time) and at any adjournment or postponement thereof.

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

1. Election of Directors

	For	Withhold		For	Withhold		For	Withhold
01. Jack R. Mitchell	<input type="checkbox"/>	<input type="checkbox"/>	02. Albert W. Atallah	<input type="checkbox"/>	<input type="checkbox"/>	03. Salomon Guggenheim	<input type="checkbox"/>	<input type="checkbox"/>
04. Joaquin Daly	<input type="checkbox"/>	<input type="checkbox"/>	05. Douglas Vicari	<input type="checkbox"/>	<input type="checkbox"/>	06. Roberto de Ocampo	<input type="checkbox"/>	<input type="checkbox"/>
07. Reto Heierli	<input type="checkbox"/>	<input type="checkbox"/>						

2. Appointment of Auditors – Appointment of Grant Thornton UK, LLP as Auditors of the Corporation for the ensuing year and authorizing the Directors to fix their remuneration.

For	Withhold
<input type="checkbox"/>	<input type="checkbox"/>

3. Financial Statements

To receive and consider the financial statements of Thunderbird together with the auditor's report thereon for the financial year ended December 31, 2008.

For	Against
<input type="checkbox"/>	<input type="checkbox"/>

4. Issuance of Securities

To consider and, if thought advisable by the directors, to pass an ordinary resolution to approve the issuance of such number of securities or warrants or options thereto by Thunderbird in one or more public or private issuances that may result in a change in the effective control of Thunderbird.

For	Against
<input type="checkbox"/>	<input type="checkbox"/>

5. Approve All Acts

To ratify and approve all previous acts and deeds by the directors.

For	Against
<input type="checkbox"/>	<input type="checkbox"/>

6. Other Business

To transact such other business as may properly come before the Meeting.

For	Against
<input type="checkbox"/>	<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.

Signature(s)

Date

DD / MM / YY

The Company is now a "Designated Foreign Issuer" for purposes of Canadian Securities law and as such, is now subject to the rules and regulations of the NYSE Euronext Amsterdam and the Netherlands Authority for the Financial Markets (AFM). Those rules do not require the Company to mail out its Annual Report. The Annual Report can be found on the Company's website at www.thunderbirdresorts.com



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