

**VOTING INSTRUCTION FORM
ARC RESOURCES LTD.**

SEE VOTING INSTRUCTIONS ON REVERSE WE NEED TO RECEIVE YOUR VOTING INSTRUCTIONS AT LEAST ONE BUSINESS DAY BEFORE THE PROXY DEPOSIT DATE.	INTERNET VOTE: WWW.PROXYVOTE.COM TELEPHONE VOTE: 1-800-474-7493
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MEETING TYPE: ANNUAL MEETING
MEETING DATE: WEDNESDAY, MAY 18, 2011 AT 3:30 P.M. MDT
RECORD DATE: FOR HOLDERS AS OF APRIL 08, 2011
PROXY DEPOSIT DATE: MAY 16, 2011

ACCOUNT NUMBER:
CUSIP: 00208D408 **CUID:** P11451 **E** **CONTROL NO. :**

APPOINTEE(S) **MAC H. VAN WIELINGEN, JOHN P. DELWART**
 IF YOU WISH TO ATTEND THE MEETING OR DESIGNATE ANOTHER PERSON TO ATTEND, VOTE AND ACT ON YOUR BEHALF AT THE MEETING, OR ANY ADJOURNMENT THEREOF, OTHER THAN THE PERSON(S) SPECIFIED ABOVE, PRINT YOUR NAME OR THE NAME OF THE PERSON ATTENDING THE MEETING ON THE APPOINTEE LINE BELOW.

PLEASE PRINT APPOINTEE NAME

ITEM(S)	VOTING RECOMMENDATIONS
2 *- TO APPOINT DELOITTE & TOUCHE LLP, CHARTERED ACCOUNTANTS, AS ----->>> AUDITORS TO HOLD OFFICE UNTIL THE CLOSE OF THE NEXT ANNUAL MEETING OF THE CORPORATION, AT SUCH REMUNERATION AS MAY BE DETERMINED BY THE BOARD OF DIRECTORS OF THE CORPORATION.	FOR --->>> 0010200
3 *- A RESOLUTION TO APPROVE THE CORPORATION'S ADVISORY VOTE ON ----->>> EXECUTIVE COMPENSATION.	FOR --->>> 0029440

NOTE THIS FORM CONFERS DISCRETIONARY AUTHORITY TO VOTE ON SUCH OTHER BUSINESS AS MAY PROPERLY COME BEFORE THE MEETING OR ANY ADJOURNMENT THEREOF.

NOTE THIS VOTING INSTRUCTION FORM SHOULD BE READ IN CONJUNCTION WITH THE ACCOMPANYING INFORMATION CIRCULAR.

NOTE THE SECURITIES REPRESENTED BY THIS VOTING INSTRUCTION FORM WILL BE VOTED AS DIRECTED BY THE HOLDER, HOWEVER, IF SUCH A DIRECTION IS NOT MADE IN RESPECT OF ANY MATTER, THIS FORM WILL BE VOTED AS RECOMMENDED BY MANAGEMENT.

**TELEPHONE VOTE AT 1-800-474-7493 OR
INTERNET VOTE AT WWW.PROXYVOTE.COM**

FOLD IN HALF - DO NOT DETACH

1 ELECTION OF DIRECTORS (FILL IN ONLY ONE BOX " " PER NOMINEE IN BLUE OR BLACK INK)
VOTING RECOMMENDATION: FOR ALL THE NOMINEES PROPOSED AS DIRECTORS

	FOR	WITHHOLD
01-WALTER DEBONI	<input type="checkbox"/>	<input type="checkbox"/>
02-JOHN P. DELWART	<input type="checkbox"/>	<input type="checkbox"/>
03-FRED J. DYMENT	<input type="checkbox"/>	<input type="checkbox"/>
04-JAMES C. HOUCK	<input type="checkbox"/>	<input type="checkbox"/>
05-MICHAEL M. KANOVSKY	<input type="checkbox"/>	<input type="checkbox"/>
06-HAROLD N. KVISLE	<input type="checkbox"/>	<input type="checkbox"/>
07-KATHLEEN M. O'NEILL	<input type="checkbox"/>	<input type="checkbox"/>
08-HERBERT C. PINDER, JR.	<input type="checkbox"/>	<input type="checkbox"/>
09-MAC H. VAN WIELINGEN	<input type="checkbox"/>	<input type="checkbox"/>

ITEM(S) (FILL IN ONLY ONE BOX " " PER ITEM IN BLUE OR BLACK INK) 0000
2 ITEM(S) SHARE(S)

FOR WITHHOLD
 2

CONTROL NO. : →

FOR AGAINST
 3



5970 CHEDWORTH WAY
MISSISSAUGA, ON L5R 4G5

1
1
P11451 E
1 OF 1

**ARC RESOURCES LTD.
1200, 308 - 4 AVENUE SW
CALGARY, AB T2P 0H7
CANADA**

*** ISSUER CONFIRMATION COPY - INFO ONLY ***
 THIS FORM IS PROVIDED FOR INFORMATIONAL PURPOSES ONLY
 PLEASE DO NOT USE IT FOR VOTING PURPOSES.
 SIGNATURE(S) DATE (DD/MM/YY)

*** INVALID IF NOT SIGNED ***



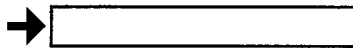
1 1-0001

VOTING INSTRUCTION FORM

ARC RESOURCES LTD.

SEE VOTING INSTRUCTION NO. <u>2</u> ON REVERSE	INTERNET VOTE: <u>WWW.PROXYVOTE.COM</u> TELEPHONE VOTE: <u>1-800-454-8683</u>
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MEETING TYPE: ANNUAL MEETING
MEETING DATE: WEDNESDAY, MAY 18, 2011 AT 03:30 P.M. MDT
RECORD DATE: FOR HOLDERS AS OF APRIL 08, 2011
PROXY DEPOSIT DATE: MAY 16, 2011
 00208D408



1 1-0001

WE NEED TO RECEIVE YOUR VOTING INSTRUCTIONS AT LEAST ONE BUSINESS DAY BEFORE THE PROXY DEPOSIT DATE.

ITEM(S)

- 2 - TO APPOINT DELOITTE & TOUCHE LLP, CHARTERED ACCOUNTANTS, AS ----->>> AUDITORS TO HOLD OFFICE UNTIL THE CLOSE OF THE NEXT ANNUAL MEETING OF THE CORPORATION, AT SUCH REMUNERATION AS MAY BE DETERMINED BY THE BOARD OF DIRECTORS OF THE CORPORATION.
- 3 - A RESOLUTION TO APPROVE THE CORPORATION'S ADVISORY VOTE ON ----->>> EXECUTIVE COMPENSATION.

VOTING RECOMMENDATIONS

FOR ---->>>
0010200

FOR ---->>>
0029440

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**TELEPHONE VOTE AT 1-800-454-8683
INTERNET VOTE AT WWW.PROXYVOTE.COM**

FOLD AND DETACH HERE

ARC RESOURCES LTD.

ANNUAL MEETING TO BE HELD 05/18/11 AT 03:30 P.M. MDT FOR HOLDERS AS OF 04/08/11

1 ELECTION OF DIRECTORS (FILL IN ONLY ONE BOX " " PER NOMINEE IN BLUE OR BLACK INK)

VOTING RECOMMENDATION: FOR ALL THE NOMINEES PROPOSED AS DIRECTORS

	FOR	WITHHOLD
01-WALTER DEBONI	<input type="checkbox"/>	<input type="checkbox"/>
02-JOHN P. DELWART	<input type="checkbox"/>	<input type="checkbox"/>
03-FRED J. DYMENT	<input type="checkbox"/>	<input type="checkbox"/>
04-JAMES C. HOUCK	<input type="checkbox"/>	<input type="checkbox"/>
05-MICHAEL M. KANOVSKY	<input type="checkbox"/>	<input type="checkbox"/>
06-HAROLD N. KVISLE	<input type="checkbox"/>	<input type="checkbox"/>
07-KATHLEEN M. O'NEILL	<input type="checkbox"/>	<input type="checkbox"/>
08-HERBERT C. PINDER, JR.	<input type="checkbox"/>	<input type="checkbox"/>
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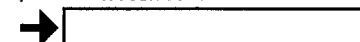


P 11450 00208D408

ITEM(S) (FILL IN ONLY ONE BOX " " PER ITEM IN BLUE OR BLACK INK)

	FOR	WITHHOLD
2	<input type="checkbox"/>	<input type="checkbox"/>
3	<input type="checkbox"/>	<input type="checkbox"/>

A/C *** ISSUER COPY ***



FILL IN THE BOX " " TO THE RIGHT IF YOU PLAN TO ATTEND AND VOTE YOUR SHARES AT THE MEETING



51 MERCEDES WAY
EDGEWOOD NY 11717

ARC RESOURCES LTD.
1200, 308 - 4 AVENUE SW
CALGARY, AB T2P 0H7
CANADA

**



FOLD AND DETACH HERE

*** ISSUER CONFIRMATION COPY - INFO ONLY ***

SIGNATURE(S)

DATE