

Security Class

Holder Account Number

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Form of Proxy - Extraordinary General Meeting to be held on 24 April 2018 at 10:30am (Perth, Western Australia time)

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 the Chairman of the Meeting.**
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 3pm (Perth, Western Australia time) on 20 April 2018.

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.



To Receive Documents Electronically

- You can enroll to receive future securityholder communications electronically by visiting www.investorcentre.com and clicking at the bottom of the page.

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 Chairman of the Meeting 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 RTG Mining Inc., hereby appoint:
Chairman of the Meeting

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 **Extraordinary General Meeting** of shareholders of RTG Mining Inc. (the "Company") to be held at The Park Business Centre, 45 Ventnar Avenue, West Perth, Western Australia, 6005 on 24 April 2018 at 10:30am (Perth, Western Australia time) and at any adjournment or postponement thereof.

The Chairman of the Meeting intends to vote all valid undirected proxies in favour of each item of business, set below.

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

For Against Withhold

1. Ratification of issue of first tranche of Shares under Proposed Placement

To approve the issue of 25,137,836 Shares (in the form of CDIs).

For Against Withhold

2. Approval of issue of second tranche of Shares under Proposed Placement

To approve the issue of 282,606,756 Shares (in the form of CDIs), subject to and conditional on the passing of Item 3 by the requisite majority.

For Against Withhold

3. Approval of the issue of Advisor Options to US Placement Agent

To approve the issue of 12,715,201 Advisor Options to the US Placement Agent, subject to and conditional on the passing of Item 2 by the requisite majority.

For Against Withhold

4. Approval for Mr Michael Carrick to participate in Proposed Placement

To approve the issue of 1,285,720 Shares (in the form of CDIs) to Michael Carrick, subject to and conditional on the passing of Item 2 and 3 by the requisite majority.

For Against Withhold

5. Approval for Ms Justine Magee to participate in Proposed Placement

To approve the issue of 375,000 Shares (in the form of CDIs) to Justine Magee, subject to and conditional on the passing of Item 2 and 3 by the requisite majority.

For Against Withhold

6. Approval for Mr Robert Scott to participate in Proposed Placement

To approve the issue of 750,000 Shares (in the form of CDIs) to Robert Scott, subject to and conditional on the passing of Item 2 and 3 by the requisite majority.

For Against Withhold

7. Approval for Mr Phillip Lockyer to participate in Proposed Placement

To approve the issue of 200,000 Shares (in the form of CDIs) to Phillip Lockyer, subject to and conditional on the passing of Item 2 and 3 by the requisite majority.

For Against Withhold

8. Approval for Mr David Cruse to participate in Proposed Placement

To approve the issue of 1,000,000 Shares (in the form of CDIs) to David Cruse, subject to and conditional on the passing of Item 2 and 3 by the requisite majority.

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 the Chairman of the Meeting.**

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 NOT 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.



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