

**RICHLAND RESOURCES LTD.**  
**Exempt Company Number 33385**  
**PROXY FORM**

To be valid the Proxy Form should be submitted by 10:00am (UK Time) on Tuesday, 27 June 2017 to either Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS99 6ZY, United Kingdom Facsimile 44 (0) 370 703 6116 or Conyers Corporate Services (Bermuda) Limited, 2 Church Street, Clarendon House, Hamilton HM CX, Bermuda Facsimile 44 (0) 370 703 6116.

I/We \_\_\_\_\_  
of \_\_\_\_\_  
being a shareholder(s) of Richland Resources Ltd. ("**Company**") and entitled to \_\_\_\_\_ shares in the Company  
hereby appoint \_\_\_\_\_  
of \_\_\_\_\_  
or failing him/her \_\_\_\_\_  
of \_\_\_\_\_

or failing him/her the Chairman of the meeting as my/our proxy to vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held at Clarendon House, 2 Church Street, Hamilton, Bermuda on Thursday, 29 June 2017 at 10:00 am, and at any adjournment thereof in respect of my/our shares or, failing any number being specified, **ALL** of my/our shares in the Company.

If two proxies are appointed, the proportion of voting rights this proxy is authorised to exercise is [        ]%. (An additional proxy form will be supplied by the Company on request.).

If you wish to indicate how your proxy is to vote, please tick the appropriate boxes below. If no indication is given on a resolution, the proxy may abstain or vote at his / her discretion.

In relation to undirected proxies, the Chairman of the meeting intends to vote in favour of all the Resolutions.  
I / we direct my/our proxy to vote as indicated below:

<b>Resolution</b>	<b>For</b>	<b>Against</b>	<b>Abstain</b>
1. Re-election of Mr. Edward Nealon	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Appointment of Auditor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Increase of authorised capital	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Amendments to Bye-laws	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

As witness my/our hand/s this \_\_\_\_\_ day of June 2017

**If an individual:**

SIGNED by \_\_\_\_\_ )  
\_\_\_\_\_ ) in the presence of:

\_\_\_\_\_  
Name (Printed)

\_\_\_\_\_  
Witness

\_\_\_\_\_  
Name (Printed)

**If a company:**

EXECUTED by \_\_\_\_\_ )  
in accordance with its \_\_\_\_\_ )  
constitution \_\_\_\_\_ )

\_\_\_\_\_  
Director

\_\_\_\_\_  
Director/Secretary

\_\_\_\_\_  
Name (Printed)

\_\_\_\_\_  
Name (Printed)

**If by power of attorney:**

SIGNED for and on behalf of \_\_\_\_\_ )  
\_\_\_\_\_ )  
by \_\_\_\_\_ )  
\_\_\_\_\_ )

\_\_\_\_\_  
Signature of Attorney

under a Power of Attorney dated \_\_\_\_\_ and who )  
declares that he/she has not received any revocation of such Power )  
of Attorney in the presence of \_\_\_\_\_ )

\_\_\_\_\_  
Signature of Witness