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RTG ANNOUNCES RESULTS OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

**ANNOUNCEMENT TO THE TORONTO STOCK EXCHANGE
 AND AUSTRALIAN SECURITIES EXCHANGE**

May 21, 2015

RTG Mining Inc. ("RTG" or "the Company") is pleased to announce the results of voting at its Annual and Special Meeting (the "Meeting") on May 21, 2015 at 11:30am Perth time.

A total of 39,816,767 shares were voted in connection with the Meeting, representing approximately 29.66% of the issued and outstanding shares of the Company.

The resolutions voted on were in accordance with the Notice of Meeting previously provided to Shareholders. At the Meeting, the shareholders approved the following resolutions:

1. The appointment BDO Audit (WA) Pty Ltd as auditors of the Company for the ensuing year, was approved as an ordinary resolution passed by show of hands. The proxy results were as follows:

| For | Against | Withhold | % For | % Against | % Withhold |
|------------|----------------|-----------------|--------------|------------------|-------------------|
| 37,028,662 | 0 | 398,105 | 98.948 | 0.00 | 1.06 |

2. The election of each of the following directors for the ensuing year, was approved as a separate ordinary resolution passed by show of hands. The proxy results were as follows:

| Nominee | For | Against | Withhold | % For | % Against | %Withhold |
|-----------------|------------|----------------|-----------------|--------------|------------------|------------------|
| Michael Carrick | 36,104,767 | 769,240 | 112,166 | 97.62 | 2.08 | 0.3 |
| Justine Magee | 35,055,027 | 1,821,980 | 102,166 | 94.79 | 4.93 | 0.28 |
| Robert Scott | 36,884,007 | 0 | 102,166 | 99.72 | 0.00 | 0.28 |
| David Cruse | 36,867,007 | 10,000 | 102,166 | 99.69 | 0.03 | 0.28 |
| Phillip Lockyer | 36,884,007 | 0 | 102,166 | 99.72 | 0.00 | 0.28 |

3. The Loan Funded Share Plan, pursuant to which certain employees are invited to subscribe for shares in the Company using financial assistance provided by the Company, was approved as an ordinary resolution passed by show of hands. The proxy results were as follows:

| For | Against | Withhold | % For | % Against | % Withhold |
|------------|----------------|-----------------|--------------|------------------|-------------------|
| 33,296,176 | 6,118,325 | 2,166 | 84.47 | 15.52 | 0.01 |

4. The maximum aggregate amount available for the remuneration of non-executive directors' to be set at A\$300,000, was approved as an ordinary resolution passed by show of hands. The proxy results were as follows:

| For | Against | Withhold | % For | % Against | % Withhold |
|------------|----------------|-----------------|--------------|------------------|-------------------|
| 34,988,536 | 2,335,965 | 2,166 | 93.73 | 6.26 | 0.01 |

5. The increase in the Company's capacity to issue equity securities by a number equal to 10% of the Company's securities as at the date that is 12 months prior to the Meeting, was approved as a special resolution passed by show of hands. The proxy results were as follows:

| For | Against | Withhold | % For | % Against | % Withhold |
|------------|----------------|-----------------|--------------|------------------|-------------------|
| 34,510,221 | 2,814,280 | 2,166 | 92.45 | 7.54 | 0.01 |

6. The amendment to the Company's articles of association to allow the Company to sell unmarketable parcels of shares on behalf of its shareholders, was approved as a two-thirds resolution passed by show of hands. The proxy results were as follows:

| For | Against | Withhold | % For | % Against | % Withhold |
|------------|----------------|-----------------|--------------|------------------|-------------------|
| 36,989,501 | 35,000 | 2,166 | 99.90 | 0.09 | 0.01 |

The Company withdrew the resolution to approve the issuance of shares to eligible directors under the RTG Plan (Item 5 in the Notice of Meeting) prior to the commencement of the Meeting.

Yours faithfully,
President & CEO – Justine Magee

ABOUT RTG MINING INC

RTG Mining Inc. is a mining and exploration company listed on the main board of the Toronto Stock Exchange and Australian Securities Exchange Limited. RTG is focused on developing the high grade copper/gold/magnetite Mabilo Project and advancing exploration on the highly prospective Bunawan Project, both in the Philippines, while also identifying major new projects which will allow the company to move quickly and safely to production.

RTG has an experienced management team (previously responsible for the development of the Masbate Gold Mine in the Philippines through CGA Mining Limited), and has B2Gold as one of its major shareholders in the Company. B2Gold is a member of both the S&P/TSX Global Gold and Global Mining Indices.

ENQUIRIES

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