



FOYSON
RESOURCES LIMITED

ABN 23 003 669 163

PROXY FORM

SHAREHOLDER/S NAME/S AND ADDRESS

(PLEASE COMPLETE IN BLACK INK)

Name/s:

Address:

I/we appoint as my/our proxy the person named below at the Annual General Meeting of the Company to be held at 2.00pm (NSW time) on Monday 24th November 2014 at Level 11, 1 Margaret Street, Sydney NSW 2000.

APPOINTMENT OF PROXY: I/We being a member of Foyson Resources Limited and entitled to vote and attend hereby appoint

The Chairman
of the Meeting
(mark with an 'X')

OR

If you are not appointing the Chairman of the Meeting as your proxy please write here the full name of the individual or body corporate (excluding the registered security holder) you are appointing as your proxy.

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, as the proxy sees fit), to the extent permitted by law, at the Annual General Meeting of Foyson Resources Limited and at any postponement or adjournment of the meeting.

Chairman authorised to exercise undirected proxies on remuneration related resolutions: Where I/we have appointed the Chairman of the Meeting as my/our proxy (or the Chairman becomes my/our proxy by default), I/we expressly authorise the Chairman to exercise my/our proxy on Item 5 (except where I/we have indicated a different voting intention below) even though Item 5 is connected directly or indirectly with the remuneration of a member of key management personnel, which includes the Chairman.

Important Note: If the Chairman of the Meeting is (or becomes) your proxy you can direct the Chairman to vote for or against or abstain from voting on Item 5 by marking the appropriate box below.

The Chairman of the Meeting intends to vote all available proxies in favour of Item 5.

INSTRUCTIONS AS TO VOTING ON RESOLUTIONS

IMPORTANT:

The Chairman of the meeting intends to vote all available proxies in favour of each of the Resolutions.

The Proxy is to vote for or against the Resolutions referred to in the Notice as follows:

No	RESOLUTION	FOR	AGAINST	ABSTAIN*
1	Re-election of Mr Doug Halley			
2	Re-election of Mr Mike Palmer			
3	Re-election of Mr Paul Dickson			
4	Re-election of Mr Bevan Dooley			
5	Approval of the Remuneration Report			

*If you mark the Abstain box for a particular item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.

PLEASE SIGN OVER PAGE

PLEASE SIGN HERE:

This section must be signed in accordance with the instruction overleaf to enable your directions to be implemented

Individual or Shareholder 1

Individual /Sole Director/Sole Company Secretary

Shareholder 2

Director

Shareholder 3

Director/Company Secretary

Contact Name: _____

Contact Phone: _____

IMPORTANT – This Proxy Form (and any power of attorney under which it is signed) MUST be received no less than 48 hours before the proposed time for the meeting. Any Proxy Form received after that time will not be valid.

HOW TO COMPLETE THIS PROXY FORM

1. Name and Address

Please complete your name and address as it appears on the company's share register. If this information is incorrect, please mark the correction on the form. Security holders sponsored by a broker (in which case your reference number overleaf with commence with an 'X') should advise your broker of any changes. **Please note you cannot change ownership of your securities using this form.**

2. Appointment of a Proxy

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box. If the individual or body corporate you wish to appoint as your proxy is someone other than the Chairman of the Meeting please write the full name of the individual or body corporate. If you leave this section blank, or your named proxy does not attend the meeting, the Chairman of the Meeting will be your proxy. A proxy need not be a shareholder of the Company. Do not write the name of the issuer company or the registered shareholder in the space.

3. Votes on Items of Business

You may direct your proxy how to vote by placing a mark in one of the three boxes opposite each Item of business. All your shares will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any one item by inserting the percentage or number of securities you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on a given item, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

4. Appointment of a Second Proxy

You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by calling the Company or you may copy this form.

To appoint a second proxy you must:

- on each of the first Proxy Form and the second Proxy Form state the percentage of your voting rights or number of shares applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded.
- return both forms in the same envelope.

5. Signing Instructions

You must sign this form in the spaces provided:

Individual: where the holding is in one name, the holder must sign.

Joint Holding: where the holding is in more than one name, all the shareholders should sign.

Power of Attorney: to sign under Power of Attorney, you must have had already lodged this document with the share registry. If you have not previously lodged this document, please attach a certified copy of the Power of Attorney to this form when you return it.

Companies: where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.

If a representative of the corporate shareholder or proxy is to attend the meeting the appropriate "Certificate of Appointment of Corporate Representative" should be produced prior to admission. A form of the certificate may be obtained by contacting the company's share registry.

6. Lodgement of Proxy

The Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given below no later than 2.00pm on Saturday 22nd November 2013. Any proxy form received after that time will not be valid for the scheduled meeting.

IN PERSON:

BY MAIL:

BY FAX :

Registered Office: Level 7, 121 Walker Street, North Sydney, NSW, 2060

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+61 2 8920 3400