

FOR ALL ENQUIRIES CALL:
(within Australia) 1300 737 760 (outside
Australia) +61 2 9290 9600FACSIMILE
+61 2 9290 9655ALL CORRESPONDENCE TO:
Boardroom Pty Limited
GPO Box 3993
Sydney NSW 2001
Australia **Your Address**
This is your address as it appears on the
company's share register. If this is incorrect,
please mark the box with an "X" and make the
correction on the form. Securityholders sponsored
by a broker should advise your broker of any
changes. **Please note, you cannot change
ownership of your securities using this form.**

YOUR VOTE IS IMPORTANT

FOR YOUR VOTE TO BE EFFECTIVE IT MUST BE RECORDED BEFORE 11am
MONDAY 6th FEBRUARY 2012

TO VOTE ONLINE

Reference Number: <HIN/SRN>
Please note it is important you keep this
confidentialSTEP 1 : VISIT www.boardroomlimited.com.au/vote/triausmingm2012

STEP 2: Enter your holding/Investment type

STEP 3: Enter your Reference Number and VAC: <VAC NUMBER>

TO VOTE BY COMPLETING THE PROXY FORM

STEP 1 Appointment of Proxy

Indicate here who you want to appoint as your Proxy
If you wish to appoint the Chairman of the Meeting as your proxy, mark the box. If
you wish to appoint someone other than the Chairman of the Meeting as your proxy
please write the full name of that 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 security holder of the
company. Do not write the name of the issuer company or the registered
securityholder in the space.

Proxy which is a Body Corporate

Where a body corporate is appointed as your proxy, the representative of that body
corporate attending the meeting must have provided an "Appointment of Corporate
Representative" prior to admission. An Appointment of Corporate Representative
form can be obtained from the company's securities registry.

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 telephoning the company's securities registry or you may copy this
form.

To appoint a second proxy you must:

- complete two Proxy Forms. On each Proxy Form state the percentage
of your voting rights or the number of securities 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 together in the same envelope.

STEP 2 Voting Directions to your Proxy

You can tell your Proxy how to vote

To direct your proxy how to vote, place a mark in one of the boxes opposite each
item of business. All your securities will be voted in accordance with such a
direction unless you indicate only a portion of voting rights are to be voted on any
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.

STEP 3 Sign the Form

The form **must** be signed as follows:

Individual: This form is to be signed by the securityholder.

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

Power of Attorney: to sign under a Power of Attorney, you must have already lodged it
with the registry. Alternatively, attach a certified photocopy of the Power of Attorney to this
form when you return it.

Companies: this form must be signed by a Director jointly with either another Director or a
Company Secretary. Where the company has a Sole Director who is also the Sole
Company Secretary, this form must be signed by that person. **Please indicate the office
held by signing in the appropriate place.**

STEP 4 Lodgement of a Proxy

This Proxy Form (and any Power of Attorney under which it is signed) must be received at
an address given below not later than 48 hours before the commencement of the meeting
at **11 am on Wednesday, 8th February 2012**. Any Proxy Form received after that
time will not be valid for the scheduled meeting.

Proxies may be lodged using the reply paid envelope or:

BY MAIL - Share Registry – Boardroom Pty Limited, GPO Box 3993,
Sydney NSW 2001 Australia

In Canada - Equity Financial Trust Company, 200 University Avenue, Suite
400, Toronto, ON M5H 4H1

BY FAX - + 61 2 9290 9655; In Canada – 1-416-361-0470

IN PERSON - Share Registry – Boardroom Pty Limited,
Level 7, 207 Kent Street, Sydney NSW 2000 Australia

Vote online at:

www.boardroomlimited.com.au/vote/triausmingm2012
or turnover to complete the Form →

Attending the Meeting

If you wish to attend the meeting please bring this form with you to assist registration.

<BARCODE>

STEP 1 - Appointment of Proxy

I/We being a member/s of **TriAusMin Limited** and entitled to attend and vote 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 Securityholder) 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 at the **General Meeting of TriAusMin Limited to be held at Suite 702, 191 Clarence Street, Sydney, NSW 2000 on Wednesday, the 8th of February 2012 at 11 am** and at any adjournment of that meeting, to act 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.

If the Chairman of the Meeting is appointed as your proxy or may be appointed by default, and you do not wish to direct your proxy how to vote in respect of resolution 3, please mark this box. By marking this box, you acknowledge that the Chairman of the Meeting may vote as your proxy even if he has an interest in the outcome of the resolution and votes cast by the Chairman of the Meeting for those resolutions, other than as proxy holder, will be disregarded because of that interest. If you do not mark this box, and you have not directed your proxy how to vote, the Chairman of the Meeting will not cast your votes on the resolution and your votes will not be counted in calculating the required majority if a poll is called. The Chair intends to vote all undirected proxies in favour of the resolution.

STEP 2 - Voting directions to your Proxy – please mark to indicate your directions

Ordinary Business

	For	Against	Abstain*
Resolution 1 Issue of Shares to Dr James Gill, Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2 Issue of Shares to entities controlled by Mr Wayne Taylor, Managing Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3 Issue of Shares to Mr William Killinger AM, Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

In addition to the intentions advised above, the Chairman of the Meeting intends to vote undirected proxies in favour of each of the Items of business.

*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.

STEP 3 - PLEASE SIGN HERE This section *must* be signed in accordance with the instructions overleaf to enable your directions to be implemented.

Individual or Securityholder 1	Securityholder 2	Securityholder 3
Sole Director and Sole Company Secretary	Director	Director/Company Secretary

Contact Name Contact Daytime Telephone Date / / 2012