

# Rutila Resources Limited

ABN 30 139 886 187

## Lodge your vote:



### By Mail:

Computershare Investor Services Pty Limited  
GPO Box 242 Melbourne  
Victoria 3001 Australia

Alternatively you can fax your form to  
(within Australia) 1800 783 447  
(outside Australia) +61 3 9473 2555

For Intermediary Online subscribers only  
(custodians) [www.intermediaryonline.com](http://www.intermediaryonline.com)

### For all enquiries call:

(within Australia) 1300 850 505  
(outside Australia) +61 3 9415 4000

┌ 000001 000 RTA  
MR SAM SAMPLE  
FLAT 123  
123 SAMPLE STREET  
THE SAMPLE HILL  
SAMPLE ESTATE  
SAMPLEVILLE VIC 3030

## Proxy Form

For your proxy appointment to be effective it must be received by **10.00am (AEST) Wednesday, 25 June 2014**

### How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

#### Appointment of Proxy

**Voting 100% of your holding:** Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote as they choose. If you mark more than one box on an item your vote will be invalid on that item.

**Voting a portion of your holding:** Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

**Appointing a second proxy:** You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.

**A proxy need not be a securityholder of the Company.**

### Signing Instructions

**Individual:** Where the holding is in one name, the securityholder must sign.

**Joint Holding:** Where the holding is in more than one name, all of the securityholders should sign.

**Power of Attorney:** If you have not already lodged the Power of Attorney with the registry, please attach a certified photocopy 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 sign in the appropriate place to indicate the office held. Delete titles as applicable.

### Attending the Meeting

Bring this form to assist registration. If a representative of a corporate securityholder or proxy is to attend the meeting you will need to provide the appropriate "Certificate of Appointment of Corporate Representative" prior to admission. A form of the certificate may be obtained from Computershare or online at [www.investorcentre.com](http://www.investorcentre.com) under the information tab, "Downloadable Forms".

**Comments & Questions:** If you have any comments or questions for the company, please write them on a separate sheet of paper and return with this form.

**Turn over to complete the form** →



View your securityholder information, 24 hours a day, 7 days a week:

**[www.investorcentre.com](http://www.investorcentre.com)**

- Review your securityholding
- Update your securityholding

**Your secure access information is:**

**SRN/HIN: I9999999999**



**PLEASE NOTE:** For security reasons it is important that you keep your SRN/HIN confidential.

MR SAM SAMPLE  
 FLAT 123  
 123 SAMPLE STREET  
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 SAMPLEVILLE VIC 3030

**Change of address.** If incorrect, mark this box and make the correction in the space to the left. Securityholders sponsored by a broker (reference number commences with 'X') should advise your broker of any changes.



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IND

# Proxy Form

Please mark  to indicate your directions

## STEP 1 Appoint a Proxy to Vote on Your Behalf

I/We being a member/s of Rutila Resources Limited hereby appoint

XX

the Chairman of the Meeting **OR**

**PLEASE NOTE:** Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).

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, and to the extent permitted by law, as the proxy sees fit) at the General Meeting of Rutila Resources Limited to be held at the offices of Rutila Resources Limited, Level 24, 56 Phillip St, Sydney NSW 2000 at 10:00am (AEST) on Friday, 27 June 2014 and at any adjournment or postponement of that meeting.

### Important for Items 15 & 16 - If the Chairman of the Meeting is your proxy or is appointed as your proxy by default.

I/We expressly authorise the Chairman of the Meeting to vote in accordance with the Chairman's voting intentions on Items 15 & 16 (except where I/we have indicated a different voting intention below) and acknowledge that the Chairman of the Meeting may exercise my/our proxy even if the Chairman of the Meeting has an interest in the outcome of Items 15 & 16, and that votes cast by the Chairman, other than as proxy holder, would 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 will not cast your votes on Items 15 & 16 and your votes will not be counted in calculating the required majority if a poll is called on Items 15 or 16.

## STEP 2 Items of Business

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

	For	Against	Abstain		For	Against	Abstain
1 Eucla West Project – initial transaction with Todd Group	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	8 Financial assistance given by the company in connection with the issue of shares in the company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 Potential future transactions – funding share below 33% (where Rutila Group is transferor)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	9 Financial assistance given by Forge Balla Balla Investments	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 Potential future transactions – funding share below 33% (where Rutila Group is transferee)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	10 Financial assistance given by Forge Resources Swan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4 Potential future transactions – event of default rights (where Rutila Group is transferor)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	11 Conversion of loan into shares issued by the company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5 Potential future transactions – event of default rights (where Rutila Group is transferee)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	12 Conversion of loan into interests in Balla Balla project	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6 Potential future transactions – issue or transfer of shares in Forge Resources Crown	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	13 Replacement of 6,500,000 options to the Todd Group	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7 Granting of security interests over assets and guarantee	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	14 Issue of shares to the Todd Group upon exercise of options	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
				15 Issue of options to Riverstone Advisory – financial benefit to a related party	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
				16 Issue of shares to Riverstone Advisory upon exercise of options	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The Chairman of the Meeting intends to vote all available proxies in favour of each item of business.

## SIGN Signature of Securityholder(s) *This section must be completed.*

Individual or Securityholder 1

Sole Director and Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director/Company Secretary

Contact Name

Contact Daytime Telephone

Date / /