

# Proxy Form

RIMFIRE PACIFIC MINING NL  
ABN 59 006 911 744

All correspondence to:  
Rimfire Pacific Mining NL  
Suite 411, "Exchange Tower"  
530 Little Collins Street  
Melbourne, Victoria 3000  
Phone : (03) 9620 5866  
Facsimile : (03) 9620 5822

## Appointment of Proxy

I/we being member/s of Rimfire Pacific Mining NL and entitled to attend and vote hereby appoint

<input type="checkbox"/>	The Chairman of the Meeting (mark with an 'X')	OR	<input type="text"/>	Write here the name of the person you are appointing if this person is <b>someone other than</b> the Chairman of the Meeting
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or failing the person named, or if no person 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) at the Annual General Meeting of Rimfire Pacific Mining NL to be held on 25 November 2011 at 10.00 am and at any adjournment of that meeting. **Please note for Item 2 AND Item 5 the Chairman or KMP (Key Management Personnel) CANNOT use discretion on an undirected proxy, you MUST nominate your direction with a mark, or your vote on that item WILL NOT count.**

**\*\*\*IMPORTANT for Item 2 and Item 5 Only\*\*\*:**

<input type="checkbox"/>	If either the Chairman of the Meeting or a KMP (Key Management Personnel) is to be your proxy and you have not directed your proxy how to vote <b>on Item 2 or Item 5</b> below, please place a mark in this box. By marking this box you acknowledge that the Chairman of the Meeting may exercise your proxy, even if he has an interest in the outcome of that Resolution and that votes cast by him, other than as proxy holder, would be disregarded because of that interest. <b>If you do not mark this box, and you have not directed your proxy how to vote, the Chair will not cast your vote on the resolutions and your vote will not be counted in calculating the required majority if a poll is called on the resolution.</b>
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The Chairman of the Meeting intends to vote undirected proxies in favour of all of the Resolutions below except Item 2 and Item 5, where he is not allowed to do so.

## Voting directions to your proxy - please mark to indicate your directions

Business		For	Against	Abstain*
Item 2	TO ADOPT THE REMUNERATION REPORT	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 3	RE-ELECTION OF GRAHAM BILLINGHURST AS A DIRECTOR	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 4	ELECTION OF THOMAS BURROWES AS A DIRECTOR	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 5	RATIFICATION OF PLACEMENT TO INVESTORS	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

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

Individual or Securityholder 1

Sole Director and  
Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director/Company Secretary

Contact Name

Contact Daytime Telephone

Date

/ /

# How to complete the Proxy Form

## 1. Your Name and Address

Please complete your name and address. Please note that 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 person or company you wish to appoint as your proxy is someone other than the Chairman of the Meeting please write the name of that person. 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.

## 3. Votes on Items of Business

You may direct your proxy how to vote by placing 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, but the Chairman will be restricted on Item 2 and Item 5, if the form is not marked correctly. 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 entities as proxies to attend the meeting and vote on a poll, which can be persons or companies. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning the company's share registry or you may copy this form.

To appoint a second proxy you must:

- (a) on each of the first Proxy Form and the second Proxy Form state the percentage of your voting rights or 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.
- (b) return both forms together in the same envelope.

## 5. Signing Instructions

You must sign this form as follows 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 of the security holders should sign.

Power of Attorney: to sign under Power of Attorney, you must have already lodged this document with the registry. If you have not previously lodged this document for notation, 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 indicate the office held by signing in the appropriate place.

If a representative of the corporation which is either the shareholder or the 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 from the company's share registry.

## 6. 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. Any Proxy Form received after that time will not be valid for the scheduled meeting.

Documents may be lodged by delivery or facsimile to:

**Rimfire Pacific Mining NL**  
**Suite 411, "Exchange Tower"**  
**530 Little Collins Street**  
**Melbourne Victoria 3000**  
**Fax no: (03) 9620-5822**