

**GALANTAS GOLD CORPORATION**  
*“Issuer Company”*

**Form of Direction**

Form of Direction for completion by holders of Depository Interests representing shares on a one for one basis in the Issuer Company in respect of the Annual and Special Meeting (the “Meeting”) to be held at 11:00 a.m. (Toronto time) on Monday 26th June 2017 at DSA Corporate Services Inc., 82 Richmond Street West, Toronto, Ontario.

I/We \_\_\_\_\_

(Please insert full name(s) and address(es) in **BLOCK CAPITALS**)

Of \_\_\_\_\_

being (a) holder(s) of Depository Interests representing shares in the Issuer Company hereby instruct Capita IRG Trustees Limited, the Depository, to appoint a proxy to vote the shares represented by my/our Depository Interests at the Meeting of the Issuer Company to be held on the above date (and at any adjournment thereof) as directed by an X in the spaces below.

***If no indication is given, you will be deemed as instructing the Depository to abstain from voting on the specified resolution.***

**1. Election of Directors**

- |                     |                                   |  |
|---------------------|-----------------------------------|--|
| a) Roland Phelps    | Vote For <input type="checkbox"/> | Vote Withheld <input type="checkbox"/> |
| b) James I. Golla   | Vote For <input type="checkbox"/> | Vote Withheld <input type="checkbox"/> |
| c) James B. Clancy  | Vote For <input type="checkbox"/> | Vote Withheld <input type="checkbox"/> |
| d) Lionel J. Gunter | Vote For <input type="checkbox"/> | Vote Withheld <input type="checkbox"/> |
| e) Ronald Alexander | Vote For <input type="checkbox"/> | Vote Withheld <input type="checkbox"/> |

**2. Appointment of Auditors**

Appointment of Abraham Chan LLP as Auditors of the Company for the ensuing year and authorizing the Directors to fix their remuneration. Vote For  Vote Withheld

**3. Confirmation of Stock Option Plan**

The resolution substantially in the form of Schedule "A" to the accompanying Management Information Circular ratifying and confirming the Company's "rolling" stock option plan.

Vote For  Vote Against

Signature:.....

Date:

**NOTES:**

1. To be effective, this Form of Direction and the power of attorney or other authority (if any) under which it is signed, or a notarially or otherwise certified copy of such power or authority, must be deposited at Capita Asset Services, PXS, 34 Beckenham Road, Beckenham, Kent BR3 4TU not later than 4.00 p.m. (London time) on the 21<sup>st</sup> day of June 2017
2. Any alterations made to this Form of Direction should be initialled.
3. In the case of a corporation this Form of Direction should be given under its Common Seal or under the hand of an officer or attorney duly authorised in writing.
4. Please indicate how you wish your votes to be cast by placing "X" in the box provided. On receipt of this form duly signed, you will be deemed to have authorised the Depository to vote, or to abstain from voting, as per your instructions.
5. The Depository will appoint the Chairman of the Meeting as its proxy to cast your votes. The Chairman may also vote or abstain from voting as he or she thinks fit on any other business (including amendments to resolutions) which may properly come before the Meeting.
6. Depository Interest holders wishing to attend the Meeting should request a Letter of Representation by contacting the Depository, Capita IRG Trustees Limited, The Registry, 34 Beckenham Road, Beckenham, Kent, BR3 4TU or by email to [custodymgt@capita.co.uk](mailto:custodymgt@capita.co.uk) by no later than 4.00 p.m. (London time) on 21st June 2017.
7. Reference should be made to the Management Information Circular accompanying this Form of Direction.