RILEY GOLD CORP.



8th Floor, 100 University Avenue Toronto, Ontario M5J 2Y1 www.computershare.com

Security Class

Holder Account Number

Form of Proxy - Annual General Meeting to be held on Wednesday, December 16, 2020

This Form of Proxy is solicited by and on behalf of Management.

Notes to proxy

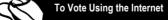
- 1. Every holder has the right to appoint some other person or company of their choice, who need not be a holder, to attend and act on their behalf at the meeting or any adjournment or postponement thereof. If you wish to appoint a person or company other than the persons whose names are printed herein, please insert the name of your chosen proxyholder in the space provided (see reverse).
- If the securities are registered in the name of more than one owner (for example, joint ownership, trustees, executors, etc.), then all those registered should sign this proxy. If you are voting
 on behalf of a corporation or another individual you must sign this proxy with signing capacity stated, and you may be required to provide documentation evidencing your power to sign this
 proxy.
- 3. This proxy should be signed in the exact manner as the name(s) appear(s) on the proxy.
- 4. If this proxy is not dated, it will be deemed to bear the date on which it is mailed by Management to the holder.
- 5. The securities represented by this proxy will be voted as directed by the holder, however, if such a direction is not made in respect of any matter, this proxy will be voted as recommended by Management.
- 6. The securities represented by this proxy will be voted in favour or withheld from voting or voted against each of the matters described herein, as applicable, in accordance with the instructions of the holder, on any ballot that may be called for and, if the holder has specified a choice with respect to any matter to be acted on, the securities will be voted accordingly.
- 7. This proxy confers discretionary authority in respect of amendments or variations to matters identified in the Notice of Meeting or other matters that may properly come before the meeting or any adjournment or postponement thereof.
- 8. This proxy should be read in conjunction with the accompanying documentation provided by Management.

Proxies submitted must be received by 10:00 a.m., Pacific Time, on Monday, December 14, 2020

VOTE USING THE TELEPHONE OR INTERNET 24 HOURS A DAY 7 DAYS A WEEK!

To Vote Using the Telephone

- Call the number listed BELOW from a touch tone telephone.
 - 1-866-732-VOTE (8683) Toll Free



- Go to the following web site: www.investorvote.com
- Smartphone? Scan the QR code to vote now.



To Receive Documents Electronically

You can enroll to receive future securityholder communications electronically by visiting www.investorcentre.com.

Voting by mail may be the only method for securities held in the name of a corporation or securities being voted on behalf of another individual.

Voting by mail or by Internet are the only methods by which a holder may appoint a person as proxyholder other than the Management nominees named on the reverse of this proxy. Instead of mailing this proxy, you may choose one of the two voting methods outlined above to vote this proxy.

To vote by telephone or the Internet, you will need to provide your CONTROL NUMBER listed below.

If you vote by telephone or the Internet, DO NOT mail back this proxy.

CONTROL NUMBER

Appointment of Proxyholder I/We being holder(s) of Riley Gold Corp. hereby appoint: Todd Hilditch,

I/We being holder(s) of Riley Gold Corp. hereby appoint: Todd Hilditch, Chief Executive Officer of the Company, or failing him, Bryan McKenzie, Chief Financial Officer and Corporate Secretary ("Management Nominees") OR Financial Officer and Corporate Secretary ("Management Nominees") OR											
as my/our proxyholder with full power of given, as the proxyholder sees fit) and a at 2390 – 1055 West Hastings St., Vanc	II other ma	tters that ma	ay properly come	before the /	Annual General Meeting	of sharehol	ders Riley Gold Corp. to b	e held in the Com	rections h pany's Bo	nave been bardroom	
VOTING RECOMMENDATIONS ARE I	NDICATED) BY <mark>HIGHL</mark>	IGHTED TEXT O	VER THE E	BOXES.					_	
1 Number of Directory									For	Against	
1. Number of Directors	(=)										
To set the number of Directors at five	/e (5).										
2. Election of Directors	For	Withhold	i		For	Withhold			For	Withhold	Fold
01. Todd L. Hilditch			02. Cyndi Lav	val			03. William Lamb				
04. Bryan McKenzie			05. Stuart Sm	nith							
									For	Withhold	
3. Appointment of Auditors											
Appointment of D & H Group LLP as	s Auditors	s of the Co	mpany for the e	nsuing yea	ar and authorizing the	Directors	to fix their remuneratior	l.			
									For	Against	
4. Stock Option Plan											
To pass an ordinary resolution appr outstanding shares at the date of th 10, 2020.											
											Fold
Authorized Signature(s) - This instructions to be executed.			-	-	Signature(s)			Date			
Interim Financial Statements - Mark this boo like to receive Interim Financial Statements ar accompanying Management's Discussion and mail.	respect to the tech to the tech tech tech tech tech tech tech	he Meeting. ommendec	If no voting inst by Managemen Annual Financi like to receive th	t. al Statement						<u> </u>	
If you are not mailing back your proxy, you ma	, ,	nline to receiv	ve the above financia	al report(s) by	y mail at www.computershare		_{Jlist.} A R 1			+	