

RENFORTH RESOURCES INC.

65 Front Street East, Suite 304, Toronto, Ontario, M5E 1B5

2012 PROXY

PROXY SOLICITED BY THE MANAGEMENT OF RENFORTH RESOURCES INC., for the **Annual General and Special Meeting of Shareholders to be held on Monday June 18, 2012, at 10:00 a.m. (Toronto time)**. The undersigned shareholder of Renforth Resources Inc. (the "Corporation") hereby **appoints Nicole Brewster or, failing her, Kyle Appleby or instead of either of them, _____ as proxy, with power of substitution, to attend and vote for the undersigned** at the Annual and General and Special Meeting of Shareholders of the Corporation to be held at 320 Bay Street, Suite 1600, Toronto, Ontario M5H 4A6, and at any adjournments thereof, and without limiting the general authority and power hereby given, the persons named above are specifically directed to vote as follows:

1. To vote (**and, if no specification is made, to vote FOR**):

FOR or WITHHOLD VOTE FROM electing **Nicole Brewster** as a director;

FOR or WITHHOLD VOTE FROM electing **David Danziger** as a director;

FOR or WITHHOLD VOTE FROM electing **Wally Rudensky** as a director;

FOR or WITHHOLD VOTE FROM electing **David Wahl** as a director;

FOR or WITHHOLD VOTE FROM electing **Judi Wood** as a director.

2. To vote FOR or WITHHOLD VOTE FROM the resolution appointing McGovern Hurley Cunningham LLP Chartered Accountants, as the auditor of the Corporation for the ensuing year and authorizing the directors to fix their remuneration (**and, if no specification is made, to vote FOR**);

3. To vote FOR or AGAINST the resolution approving various debt settlements to insiders (**and, if no specification is made, to vote FOR**);

4. To vote FOR or AGAINST the resolution approving a share consolidation of the Corporation's common shares (**and, if no specification is made, to vote FOR**);

5. In their discretion, with respect to each matter herein before specified as to which choice has not been specified, or any amendments or variations to the matters hereinbefore specified, or on such further or other business as may properly come before the meeting or any adjournments thereof

TO BE VALID, THIS PROXY MUST BE RECEIVED BY THE CORPORATION'S TRANSFER AGENT, CAPITAL TRANSFER AGENCY INC. VIA MAIL, FAX OR EMAIL BY 10:00AM ON THURSDAY JUNE 14, 2012, BEING 48 BUSINESS HOURS IN ADVANCE OF THE MEETING, OR DELIVERED TO THE CHAIRMAN OF THE MEETING AT THE BEGINNING OF THE MEETING.

**Mail: Capital Transfer Agency Inc.
105 Adelaide St. West, Suite 1101
Toronto, Ontario, M5H 1P9**

Fax: (416) 350.5008

Email: info@capitaltransferagency.com

This proxy revokes and supersedes all proxies of earlier date.

THIS PROXY MUST BE DATED.

DATED this _____ day of _____, 2012.

Name of Shareholder (please print): _____

Signature of Shareholder: _____

Number of Common Shares Held: _____

NOTES

1. The common shares represented by this proxy instrument will be voted. The proxy confers authority for the above named person to vote in his or her discretion with respect to amendments or variations to the matters identified in the Notice of Meeting accompanying the proxy instrument or other matters which may properly come before the meeting.
2. **Each shareholder has the right to appoint a person to represent him or her at the meeting other than the person specified above.** Such right may be exercised by inserting in the blank space provided the name of the person to be appointed, who need not be a shareholder of the Corporation.
3. Please sign exactly as your name appears on the back of the proxy and date the proxy. If the shareholder is a corporation, the proxy must be executed by an officer or attorney thereof duly authorized.
4. If the form of proxy is not dated in the space provided, it is deemed to bear the date of its mailing to the Corporation.
5. If the shareholder appoints the person designated above as his proxy to attend and act at the said meeting:
 - a) the shares represented by the proxy will be voted in accordance with the instructions of the shareholder or any ballot that may be called for;
 - b) where the shareholder specifies a choice in the proxy with respect to any matter to be acted upon, the shares represented by the proxy shall be voted accordingly; and
 - c) **IF NO CHOICE IS SPECIFIED WITH RESPECT TO THE MATTERS IDENTIFIED IN ITEMS NOS. 1-4 ABOVE, THE PROXY WILL BE VOTED FOR SUCH MATTERS.**

