

**TARTISAN RESOURCES CORP.**

**PROXY SOLICITED BY MANAGEMENT FOR  
THE ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS  
TO BE HELD ON DECEMBER 12, 2012**

The undersigned shareholder of **TARTISAN RESOURCES CORP.** (the “**Corporation**”) hereby nominates, constitutes and appoints **D. MARK APPLEBY** or, failing him, **PAUL ANKCORN**, or instead of any of the foregoing, \_\_\_\_\_ as proxy, agent, attorney and nominee of the undersigned, with full power of substitution, to attend, vote and otherwise act for and on behalf of the undersigned at the Annual and Special Meeting of the shareholders of the Corporation to be held at Suite 1500, 2 Queen Street East at 11:00 o’clock in the morning (Toronto time) on December 12, 2012 and at any adjournment thereof (the “**Meeting**”), to the same extent with the same power as if the undersigned were personally present at such Meeting or such adjournment or adjournments thereof and without limiting the generality of the power hereby conferred, the nominees are specifically directed to vote the shares represented by this Proxy as follows:

1. **VOTE FOR**  or **WITHHOLD FROM VOTING**  the appointment of Collins Barrow LLP, Chartered Accountants as auditors of the Corporation and to authorize the Directors to fix their remuneration.
2. **VOTE FOR**  or **WITHHOLD FROM VOTING**  the election of the following individuals as Directors for the ensuing year: D. Mark Appleby, Paul Ankcorn, John Siriunas, Harry Burgess, Brian Cloney and Douglas Flett;
3. **VOTE FOR**  or **AGAINST**  (and if no designation is made, to vote for) the approval of the Stock Option Plan of the Corporation; and
4. **VOTE** at the discretion of the proxy nominee on any amendments to the foregoing and on such other matters as may properly come before the Meeting or any adjournments thereof.

**Where no choice is specified above, this Proxy is to be voted for each of the matters enumerated above.**

This Proxy confers discretionary authority as to any amendments proposed at the Meeting in respect of matters identified in the Notice of Annual and Special Meeting of Shareholders dated November 12, 2012, and as to any other matters that may properly come before the Meeting or any adjournment thereof. As of the date hereof, the management of the Corporation knows of no such amendment or other matters. The common shares represented by this Proxy will be voted or withheld from voting in accordance with the specification, if any, of the undersigned in respect of any ballot that may be called for at the Meeting or any adjournment thereof. **The undersigned hereby revokes all prior proxies given with respect to the common shares of the undersigned and authorizes the person voting this Proxy to inform holders of any prior proxy of such revocation.**

DATED the \_\_\_\_ day of \_\_\_\_\_, 2012.

Per: \_\_\_\_\_  
Signature of Shareholder

**Proxies to be used at the Meeting must be deposited by mail or personal delivery at the Corporation's registrar and transfer agent, Capital Transfer Agency Inc., 105 Adelaide Street West, Suite 1101, Toronto, Ontario, M5H 1P9 or at the registered office of the Corporation, Suite 1500, 2 Queen Street East, Toronto, Ontario, M5C 3G5, not later than 5:00 p.m. on December 10, 2012 or, if the Meeting is adjourned, not later than the close of business on the business day immediately preceding the day fixed for any adjournment thereof.** Please sign name exactly as it appears on your share certificate in respect of shares of the corporation. Unless this proxy is dated in the space above provided for that purpose, it shall be deemed to bear the date on which it was mailed by management of the Corporation, namely, **A shareholder**

**may appoint a proxyholder (who need not be a shareholder) other than the persons designated in this form of proxy to attend and act on his or her behalf at the Meeting. To exercise this right, the shareholder should either (i) insert such person's name in the space provided; or (ii) submit another appropriate proxy.** This form of proxy must be signed by the shareholder or his or her attorney authorized in writing or, if the shareholder is a corporation, under its corporate seal or by an officer or attorney thereof duly authorized. Reference is made to the accompanying Management Information Circular for further information regarding completion and use of this Proxy and other information pertaining to the Meeting.