

Security Class

Holder Account Number

Fold

Form of Proxy - Annual General Meeting to be held on January 25, 2017

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

Notes to proxy

1. The person named above (the "holder" or "you") has the right to appoint some other person or company of the holder's choice, who need not be a holder, to attend and act on the holder's 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).
2. 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 disclosed 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. Unless you vote "Against" in respect of "Other Matters", 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.

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Proxies submitted must be received by 4:00 PM (Pacific Time) on Monday January 23, 2017.

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



To Vote Using the Internet

- 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 and clicking at the bottom of the page.

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

Voting by mail, by returning a signed and completed copy of this Form of Proxy to Computershare's address above, 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.

CONTROL NUMBER



Appointment of Proxyholder

I/We being holder(s) of NV Gold Corporation hereby appoint: John Watson, or failing him, Ron Schmitz, or failing him, Bruce Scott,

OR

Print the name of the person you are appointing if this person is someone other than the designated appointees of management.

as my/our proxyholder with full power of substitution and to attend, act and to vote for and on behalf of me/us in accordance with the following direction (or if no directions have been given, as the proxyholder sees fit) and all other matters that may properly come before the Annual General Meeting of shareholders of NV Gold Corporation to be held at Suite 1500 – 885 West Georgia Street, Vancouver, British Columbia, Canada, on January 25, 2017 at 4:00 PM (Pacific Time) and at any adjournment or postponement thereof.

MANAGEMENT APPOINTEES' VOTING INTENTIONS ARE INDICATED BY **HIGHLIGHTED TEXT** OVER THE BOXES.

For **Against**

1. Number of Directors

To set the number of Directors at six (6).

2. Election of Directors

For Withhold

For Withhold

For Withhold

01. Peter Ball

02. Ken Booth

03. Odin Christensen

04. Quinton Hennigh

05. John Watson

06. Paul Zyla

For **Withhold**

3. Appointment of Auditors

Appointment of Davidson & Company, Chartered Accountants as Auditors of the Company for the ensuing year and authorizing the Directors to fix their remuneration.

For **Against**

4. Auditor's Remuneration

To authorize the Directors to fix the Auditor's remuneration.

For **Against**

5. Approval of Stock Option Plan

To ratify and approve the Company's Stock Option Plan.

For **Against**

6. Other Matters

To transact such other business as may properly be brought before the Meeting and any adjournments thereof.

Authorized Signature(s) - This section must be completed for your instructions to be executed.

I/We authorize you to act in accordance with my/our instructions set out above. I/We hereby revoke any proxy previously given with respect to the Meeting. If no voting instructions are indicated above, this Proxy will be voted as disclosed by Management.

Signature(s)

Date

DD / MM / YY

