SMC GOLD LIMITED
ACN 071 349 249

PROXY FORM

I/We

of

being a shareholder of SMC Gold Limited hereby appoint ________________________________ in respect of ___________________ shares or, failing him/her, the Chairman of the Meeting as my/our proxy, to vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held on Friday, 28th November 2003, and at any adjournment thereof.

I/We direct my/our proxy to vote in the following manner:

<table>
<thead>
<tr>
<th>RESOLUTION</th>
<th>For</th>
<th>Against</th>
<th>Abstain</th>
<th>Discretion</th>
</tr>
</thead>
<tbody>
<tr>
<td>1. Financial Statements</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>2. Re-election of Director Mr Peter McGiffin</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

If no specific direction to vote is given, the proxy holder may vote as he thinks fit or abstain from voting.

The Chairman, Mr Peter Evans, advises that it is his intention to vote in favour of all resolutions in respect of any undirected proxies that may be granted in favour of the Chairman.

Signed this __________________ day of __________________ 2003.

__________________________________  _____________________________
(Shareholder/s Signature/s)
PROXY INSTRUCTIONS

Where direction given to proxy - For or Against

1. If you wish to direct your proxy how to vote on any resolution, place a mark in the appropriate ‘For’ or ‘Against’ boxes. If a mark is placed in a box, your total shareholding will be voted in that manner unless you have appointed 2 proxies and have split your voting direction.

2. The vote will be invalid if a mark is made in more than one box for a particular item or if the total shareholding nominated to be voted by your 2 proxies is more than your total shareholding on the share register.

Where direction given to proxy - to Abstain

3. If you wish to direct your proxy not to vote (ie, to abstain from voting) on any particular resolution, then mark the ‘Abstain’ box.

Where no direction is given to proxy - at proxy’s Discretion

4. If you do not wish to direct your proxy how to vote on any resolution, but you do want him to cast a vote for you, then mark the ‘Discretion’ box.

5. By marking this box you acknowledge that the Chairman may exercise your proxy even if he has an interest in the outcome of the resolution and votes cast by him other than as proxy holder will be disregarded because of that interest.

6. If you do not mark this box, and you have not directed your proxy how to vote, the Chairman will not cast your vote and it will not be counted if a poll is called.

Return of proxy form

7. Please return the completed proxy from to:

Pitcher Partners Registries
Level 22 HSBC Building
300 Queen Street
Brisbane Queensland

OR GPO Box 35
Brisbane Qld 4001

OR Fax: (07) 3221 3149

to reach there by no later than 10:30am on 26 November 2003.