

MOYDOW MINES INTERNATIONAL INC.

12th Floor, 20 Toronto Street
Toronto, Ontario
M5C 2B8, Canada

74 Haddington Road
Dublin 4
Ireland

FORM OF PROXY SOLICITED BY THE MANAGEMENT OF MOYDOW MINES INTERNATIONAL INC. FOR USE AT THE ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS TO BE HELD ON AUGUST 31, 2006

The undersigned shareholder(s) of MOYDOW MINES INTERNATIONAL INC. (the "**Corporation**") hereby appoint(s) in respect of all of his or her shares of the Corporation, Brian P. Kiernan, Chief Executive Officer and President of the Corporation, or failing him, Michael E. Power, Vice President and Secretary of the Corporation, or in lieu of the foregoing _____ as nominee of the undersigned, with power of substitution, to attend, act and vote for the undersigned at the annual meeting (the "**Meeting**") of shareholders of the Corporation to be held on the 31th day of August, 2006, and any adjournment or adjournments thereof, and direct(s) the nominee to vote the shares of the undersigned in the manner indicated below:

1. TO VOTE FOR () WITHHOLD FROM VOTING () in the election of directors.
2. TO VOTE FOR () WITHHOLD FROM VOTING () on reappointing PricewaterhouseCoopers LLP, Chartered Accountants, as the auditors of the Corporation to hold office until the close of the next annual meeting of shareholders of the Corporation.
3. TO VOTE FOR () WITHHOLD FROM VOTING () on authorizing the directors of the Corporation to fix the remuneration payable to the auditors of the Corporation.
4. TO VOTE FOR () AGAINST () authorizing the directors of the Corporation to continue the Corporation under the laws of the province of British Columbia.

If any amendments or variations to matters identified in the notice of the Meeting are proposed at the Meeting or if any other matters properly come before the Meeting, this proxy confers discretionary authority to vote on such amendments or variations or such other matters according to the best judgment of the person voting the proxy at the Meeting.

DATED the _____ day of _____, 2006.

Company name (if applicable)

Signature of Shareholder(s)

Print Name

(see notes on the back of this page)

NOTES:

- (1) The form of proxy must be dated and signed by the appointor or his or her attorney authorized in writing or, if the appointor is a body corporate, the form of proxy must be executed by an officer or attorney thereof duly authorized. If the proxy is not dated, it will be deemed to bear the date on which it was mailed. The proxy ceases to be valid one year from its date.
- (2) The shares represented by the proxy will be voted or withheld from voting in accordance with the instructions of the shareholder on any ballot that may be called for.
- (3) **A SHAREHOLDER HAS THE RIGHT TO APPOINT A PERSON (WHO NEED NOT BE A SHAREHOLDER) TO ATTEND AND ACT FOR HIM OR HER AND ON HIS OR HER BEHALF AT THE MEETING OTHER THAN THE PERSONS DESIGNATED IN THE FORM OF PROXY. SUCH RIGHT MAY BE EXERCISED BY STRIKING OUT THE NAMES OF THE PERSONS DESIGNATED IN THE FORM OF PROXY AND BY INSERTING IN THE BLANK SPACE PROVIDED FOR THAT PURPOSE THE NAME OF THE DESIRED PERSON OR BY COMPLETING ANOTHER FORM OF PROXY AND, IN EITHER CASE, DELIVERING THE COMPLETED AND EXECUTED PROXY TO THE CORPORATION C/O COMPUTERSHARE TRUST COMPANY OF CANADA, 100 UNIVERSITY AVENUE, 8TH FLOOR, TORONTO, ONTARIO, M5J 2Y1, AT ANY TIME PRIOR TO 4:00 P.M. (TORONTO TIME) ON THE 29TH DAY OF AUGUST, 2006.**
- (4) **IN THE ABSENCE OF INSTRUCTIONS TO THE CONTRARY, THE PERSONS NAMED IN THE PROXY WILL VOTE FOR EACH OF THE MATTERS IDENTIFIED IN THE PROXY.**
- (5) If your address as shown is incorrect, please give your correct address when returning the proxy.