

EDGEMONT GOLD CORP.

LETTER OF TRANSMITTAL

Relating to the consolidation of the Common Shares of Edgemont Gold Corp. (the “Company”)

The completed letter of transmittal, accompanied by the share certificate(s) of the Company should be delivered or forwarded to the address of ENDEAVOR TRUST CORPORATION (the “**Transfer Agent**”) at the office set out in Instruction 7 below.

DO NOT FORWARD SHARE CERTIFICATES TO THE HEAD OFFICE OF THE COMPANY.

The undersigned hereby represents and warrants that the undersigned is the owner of the number of common shares (“**Common Shares**”) of the Company which shares are represented by the holding(s) described below and delivered herewith and the undersigned has good title to the shares represented by the said holding(s), free and clear of all liens, charges and encumbrances, and has full power and authority to herewith deposit such shares.

PLEASE TYPE OR WRITE LEGIBLY IN BLOCK LETTERS.

*Certificate Number	Name in which registered	Number of Common Shares shown on face of certificate

*Need not be completed if the shares are represented by a Direct Registration Advices (“**DRS**”)

(Attach additional list if the space above is insufficient)

The Transfer Agent is hereby requested and authorized to issue new certificates/DRS of the Company on the following basis, namely for every two (2) Common Shares of the Company, shareholders shall receive one (1) consolidated Common Share of the Company (the “**Consolidated Common Share**”). No fractional shares will be issued as a result of the share consolidation. A fractional share will be rounded down, disregarded and cancelled without any repayment of capital or other compensation.

A. NAME AND NUMBER OF CERTIFICATES/DRS FOR COMMON SHARES OF THE COMPANY

Certificate(s)/DRS representing consolidated Common Shares are to be issued as follows:

Name on Certificate/DRS	Number of Consolidated Common Shares	Issue Consolidated Common Shares as
		<input type="checkbox"/> Certificate <input type="checkbox"/> DRS
		<input type="checkbox"/> Certificate <input type="checkbox"/> DRS
		<input type="checkbox"/> Certificate <input type="checkbox"/> DRS

(See instruction 2. Attach additional list if the space above is insufficient)

<p>B. DELIVERY</p> <p>Mail or make available for delivery certificate(s)/DRS representing Consolidated Common Shares as follows:</p> <p>Name: _____</p> <p>Address: _____</p> <p>Postal (Zip) Code: _____</p> <p>Email Address: _____</p> <p>Issue Consolidated Common Shares as</p> <p><input type="checkbox"/> Certificate <input type="checkbox"/> DRS</p> <p>The Transfer Agent will mail the certificate(s)/DRS representing Consolidated Common Shares to such shareholder in accordance with the information provided in Box B as applicable.</p> <p>For DRS, if an email address is provided, we will email the new DRS to the email address provided above. Note that the DRS will not be mailed, where an email address is provided.</p>	<p>C. IMPORTANT: This box must be completed fully if the name in which any Consolidated Common Share is to be issued differs from the name of the registered holder appearing on the existing certificate(s).</p> <p>Date: _____</p> <p>Signature: _____</p> <p>Name: _____</p> <p>Address: _____</p> <p>Postal (Zip) Code: _____</p> <p>Issue Consolidated Common Shares as</p> <p><input type="checkbox"/> Certificate <input type="checkbox"/> DRS</p> <p>Signature Guaranteed by: _____</p>
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IMPORTANT: THIS LETTER OF TRANSMITTAL MUST BE DATED AND SIGNED

Dated: _____

Signature of Shareholder: _____

Telephone: _____

Privacy Notice: Endeavor Trust Corporation is committed to protecting your personal information. In the course of providing services to you and our corporate clients, we receive non-public personal information about you - from transactions we perform for you, forms you send us, other communications we have with you or your representatives, etc. This information could include your name, address, social insurance number, securities holdings and other financial information. We use this to administer your account, to better serve you and our clients' needs and for other lawful purposes relating to our services. Some of your information may be transferred to servicers in the U.S.A. for data processing and/or storage. Endeavor Trust Corporation will use the information you are providing in order to process your request and will treat your signature(s) as your consent to us so doing.

INSTRUCTIONS

1. Pursuant to the consolidation of common shares of the Company, each shareholder will receive one (1) Consolidated Common Share for each two (2) Common Shares of the Company. No fractional shares will be issued as a result of the share consolidation. A fractional share will be rounded down, disregarded and cancelled without any repayment of capital or other compensation. Each shareholder will receive a whole number of Consolidated Common Shares.
2. Each registered holder of Common Shares of the Company must deliver the Letter of Transmittal completed and signed, together with their certificate(s) to the Transfer Agent at the office set out in Instruction 8 below. The method of delivery of the Common Share certificate(s) is at the option and risk of the holder of Common Shares. If mail is used, registered mail, properly insured with acknowledgement of receipt requested, is suggested. Delivery will be effected only when documents are actually received by the Transfer Agent at the office set out below.
3. Each registered holder of Common Shares must fill in the delivery instructions in Part B and sign and date this Letter of Transmittal. If Part B is not completed, a DRS representing Consolidated Common Shares will be issued and mailed to the shareholder's address recorded on the books of the Transfer Agent.
4. If no change in the name of the registered holder appearing on the existing Common Share certificate(s)/DRS is desired but more than one new certificate/DRS is to be issued in that name, a holder should also fill out Part A of this Letter of Transmittal. Any holder who does not fill out Part A will receive one Consolidated Common Share certificate/DRS as per instructions provided in Part B for each Common Share certificate/DRS delivered herewith. No charge will be made for one new replacement certificate but where more than one certificate/DRS is requested a charge of \$20.00 (plus GST) will be levied for each additional certificate/DRS to the holder.
5. A registered holder of Common Shares who wishes to have the certificate(s)/DRS representing Consolidated Common Shares registered in the name of a person other than the registered holder must fill in Part C as well as Parts A and B of the Letter of Transmittal and must endorse the existing Common Share certificate(s) or a stock transfer power of attorney, delivered with the Letter of Transmittal. The signature of the registered holder must correspond in every respect with the name appearing on the face of the certificate(s)/DRS. Such signature must be guaranteed by a Canadian chartered bank, a member of the Securities Transfer Association Medallion Program (STAMP), a member of the Stock Exchanges Medallion Program (SEMP) or a member of the New York Stock Exchange Inc Medallion Signature Program (MSP).
6. Shares registered in the name of the person by whom (or on whose behalf) the Letter of Transmittal is signed need not be endorsed or accompanied by any Securities Transfer Form/ Power of Attorney.
7. Where the Letter of Transmittal is executed on behalf of a corporation, partnership or association or by any agent, executor, administrator, trustee, curator, guardian or any person acting in a representative capacity, the Letter of Transmittal must be accompanied by evidence of authority to act satisfactory to the Transfer Agent.
8. Additional copies of the Letter of Transmittal may be obtained by contacting the Transfer Agent at the office below. Any questions should be directed to Endeavor Trust Corporation; telephone number 604-559-8880 or by e-mail to admin@endeavortrust.com.

**By Registered Mail,
Hand or Courier**

702 – 777 Hornby Street
Vancouver, BC V6Z 1S4
Attn: Corporate Actions

9. If a share certificate has been lost or destroyed, the Letter of Transmittal should be completed as fully as possible and forwarded to Endeavor Trust Corporation, at the address set out in Instruction 8 above, together with correspondence stating that the original certificate has been lost. Endeavor Trust Corporation will forward appropriate documentation.