

ALTYNALMAS GOLD LTD.

DIRECTORS CONSENT RESOLUTION

The undersigned, being all the Directors of Altynalmas Gold Ltd. (the "Company"), hereby approve and consent to the resolutions described below:

WHEREAS:

- a. management has informed the Board that the Company requires funding by the Company's shareholders in the amount of US\$0.9 million to support the Company's on-going expenditures at the Kyzyl Gold Project for the month of November 2013; and
- b. in order to provide the Company with the necessary funds, the shareholders will be requested to provide the amounts below by no later than **November 21, 2013**:

Company	Funding amount
Sumeru Gold BV (on behalf of Turquoise Hill Resources Ltd.)	US\$0.45 million
Sumeru LLP	US\$0.45 million

BE IT RESOLVED THAT the Board of Directors formally requests the shareholders to approve a material decision by way of a shareholders' resolution authorizing the issuance of a funding notice in the amount of US\$0.9 million.

BE IT FURTHER RESOLVED THAT any one director or officer of the Company be and they are hereby authorized to execute and deliver all such documents and instruments and do all such things as may be necessary to give full effect to the intent of the foregoing resolution ("General Authority") and execution and delivery of any such document or instrument by any such director or officer shall be conclusive proof of their General Authority to execute and deliver the same.

This resolution may be signed by the Directors in as many counterparts as may be necessary, each of which so signed shall be deemed to be an original, including those transmitted by electronic facsimile, and such counterparts together shall constitute one and the same instrument and notwithstanding the date of execution shall be deemed to bear the effective date set forth below.

This resolution shall be deemed to be effective as of the 14th day of November, 2013, notwithstanding the actual date of execution hereof.



Kay Priestly

Simon Byrne

Stewart Beckman



Diyar Kanashev

ALTYNALMAS GOLD LTD.

DIRECTORS CONSENT RESOLUTION

The undersigned, being all the Directors of Altynalmas Gold Ltd. (the "Company"), hereby approve and consent to the resolutions described below:

WHEREAS:

- a. management has informed the Board that the Company requires funding by the Company's shareholders in the amount of US\$0.9 million to support the Company's on-going expenditures at the Kyzyl Gold Project for the month of November 2013; and
- b. in order to provide the Company with the necessary funds, the shareholders will be requested to provide the amounts below by no later than **November 21, 2013**:

<u>Company</u>	<u>Funding amount</u>
Sumeru Gold BV (on behalf of Turquoise Hill Resources Ltd.)	US\$0.45 million
Sumeru LLP	US\$0.45 million

BE IT RESOLVED THAT the Board of Directors formally requests the shareholders to approve a material decision by way of a shareholders' resolution authorizing the issuance of a funding notice in the amount of US\$0.9 million.

BE IT FURTHER RESOLVED THAT any one director or officer of the Company be and they are hereby authorized to execute and deliver all such documents and instruments and do all such things as may be necessary to give full effect to the intent of the foregoing resolution ("General Authority") and execution and delivery of any such document or instrument by any such director or officer shall be conclusive proof of their General Authority to execute and deliver the same.

This resolution may be signed by the Directors in as many counterparts as may be necessary, each of which so signed shall be deemed to be an original, including those transmitted by electronic facsimile, and such counterparts together shall constitute one and the same instrument and notwithstanding the date of execution shall be deemed to bear the effective date set forth below.

This resolution shall be deemed to be effective as of the 14th day of November, 2013, notwithstanding the actual date of execution hereof.

Kay Priestly



Simon Byrne

Stewart Beckman

Diyar Kanashev

ALTYNALMAS GOLD LTD.

DIRECTORS CONSENT RESOLUTION

The undersigned, being all the Directors of Altynalmas Gold Ltd. (the "Company"), hereby approve and consent to the resolutions described below:

WHEREAS:

- a. management has informed the Board that the Company requires funding by the Company's shareholders in the amount of US\$0.9 million to support the Company's on-going expenditures at the Kyzyl Gold Project for the month of November 2013; and
- b. in order to provide the Company with the necessary funds, the shareholders will be requested to provide the amounts below by no later than November 21, 2013:

Company	Funding amount
Sumeru Gold BV (on behalf of Turquoise Hill Resources Ltd.)	US\$0.45 million
Sumeru LLP	US\$0.45 million

BE IT RESOLVED THAT the Board of Directors formally requests the shareholders to approve a material decision by way of a shareholders' resolution authorizing the issuance of a funding notice in the amount of US\$0.9 million.

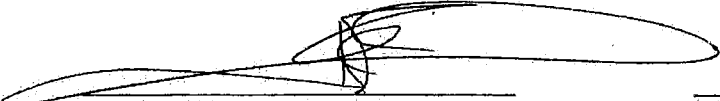
BE IT FURTHER RESOLVED THAT any one director or officer of the Company be and they are hereby authorized to execute and deliver all such documents and instruments and do all such things as may be necessary to give full effect to the intent of the foregoing resolution ("General Authority") and execution and delivery of any such document or instrument by any such director or officer shall be conclusive proof of their General Authority to execute and deliver the same.

This resolution may be signed by the Directors in as many counterparts as may be necessary, each of which so signed shall be deemed to be an original, including those transmitted by electronic facsimile, and such counterparts together shall constitute one and the same instrument and notwithstanding the date of execution shall be deemed to bear the effective date set forth below.

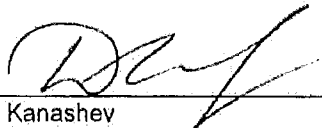
This resolution shall be deemed to be effective as of the 14th day of November, 2013, notwithstanding the actual date of execution hereof.

Kay Priestly

Simon Byrne



Stewart Beckman



Diyar Kanashev