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April 6, 2010

### **DIRECT REGISTRATION SYSTEM (DRS)**

Red Back Mining Inc. (the “Corporation”) has elected to adopt the Direct Registration System as an additional means of recording stock ownership.

Direct Registration is share ownership without paper stock certificates. Your shares are held in book-entry form at the Corporation’s transfer agent, Computershare. Holding shares in book-entry form maintains for you all the rights and privileges afforded to regular shareholders, without the hassles of paper certificates.

If you are currently holding a paper stock certificate you can return the paper stock certificate to Computershare and convert to the Direct Registration System (see “Frequently Asked Questions” attached).

#### **Why is the Company using Direct Registration?**

Direct Registration:

- Eliminates the risk of loss, theft or destruction of certificates, plus the time and expense to replace a certificate.
- Eliminates your cost of maintaining a secure place to keep your share certificates
- Makes your stock transaction faster and easier
- Saves the Corporation money
- Has become the global standard for share ownership

For additional information on Direct Registration attached please find a copy of the Computershare’s “Frequently Asked Questions” attached.

If you require further information, please do not hesitate to contact Computershare or myself at the numbers provided or [klove@redbackmining.com](mailto:klove@redbackmining.com).

Yours very truly,

**Red Back Mining Inc.**

*“Kathy Love”*

Kathy Love  
Corporate Secretary

Encls.

## RED BACK MINING INC.

### DIRECT REGISTRATION SYSTEM (DRS) Frequently Asked Questions

#### What is Direct Registration?

The Direct Registration System (DRS), is a system that allows your securities in Red Back Mining Inc. (the "Corporation") to be held in "book-entry" form without having a physical security certificate issued as evidence of ownership. Instead, the Corporation's securities are held in your name and registered electronically on the Corporation's records, which are maintained by the Corporation's transfer agent, Computershare.

Holders of securities in DRS (book-entry form) have all the traditional rights and privileges as holders of securities in certificate form.

#### What are the benefits of participating in DRS?

- It eliminates the need for shareholders to safeguard and store certificates.
- It avoids the significant cost of a surety bond for the replacement of and effort involved in replacing physical certificate(s) that might be lost, stolen or destroyed.
- It permits/enables electronic security transactions between your broker or dealer and Computershare as transfer agent.
- It provides a full audit trail of all DRS transactions.

#### Without certificates, how will I know how many book-entry securities I own?

The first time you have securities recorded under DRS, you will receive an initial DRS Advice/Statement acknowledging the number of the Corporation's securities you hold in book-entry in your DRS account. Each time you have any movement of securities into or out of your DRS account, you will be mailed an updated DRS Advice/Statement within two business days of your transaction. You may, of course, request an additional statement at any time by contacting Computershare at the number below.

#### Is there a fee to participate in DRS?

No, there is no fee to participate.

#### How can I participate in DRS?

If you currently hold the Corporation's securities in certificate form, at any time you may convert all or some of these securities to DRS (book-entry form). To do so, please send your certificate(s) to Computershare along with written instructions to have them deposited into your account in book-entry form. **Please do not endorse the back of the certificate(s).**

Since the method of delivery of your certificate(s) is at your risk, we recommend you send the certificate(s) via courier or registered or certified mail and insured for 3% of the current market value of the securities. This amount represents the cost of an indemnity bond to have your certificate(s) replaced if they are lost or stolen in transit to Computershare.

#### Send your certificate(s) to:

Computershare Investor Services Inc.  
100 University, 9<sup>th</sup> Floor North Tower  
Toronto, Ontario Canada M5J 2Y1

Note: Security certificates cannot be converted to book-entry form without receipt of the actual certificates.

#### Can I transfer my book-entry securities to my broker?

Yes, your book-entry securities can be moved to or from your brokerage account electronically by taking your DRS Advice/Statement to your broker who will deposit or withdraw your securities through the Central Depository for Securities (CDS) system CDSX.

To transfer your book-entry securities to or from your brokerage account, please contact your broker and provide them with a copy of your latest DRS Advice/Statement and the following information:

- The name of securities and the CUSIP/ISIN (on your DRS Advice/Statement)
- Your Computershare Account Number (on your DRS Advice/Statement)
- The number of whole shares you wish to move from your DRS account to your brokerage account

Your broker will then electronically initiate the transfer of your book-entry securities based on your instructions. You will receive from Computershare a new DRS Advice/Statement reflecting the change in your DRS holdings.

#### **Can I transfer my DRS securities through the transfer agent?**

Yes, for a non-broker initiated transfer you would need to send your current DRS Advice/Statement along with a completed stock power of attorney and the appropriate medallion signature guarantee to the transfer agent address shown on the DRS Advice/Statement.

A new DRS Advice/Statement showing the transfer of the securities and the remaining DRS balance (even if the amount is zero) will be sent to you and a new DRS Advice/Statement to the holder to whom the securities have been transferred as per your instructions.

#### **Can I request a stock certificate for my book-entry securities?**

You may request a stock certificate for all or a portion of the whole securities held in your DRS account at any time. Simply contact Computershare with your request. A stock certificate for the requested number of shares will be sent to you by first class mail **within 2 business days of** receipt of your instructions. If applicable, certificate issuance fees will be assessed at the time of transfer.

**Please note** any securities held in stock certificate form will not be recorded in your DRS account at Computershare and your DRS Advice/Statement will reflect the change only to your DRS book holdings.

#### **Can I review my DRS account on-line?**

Yes, Computershare offers an investor web link to all of your registered securityholdings for companies for which we act as the transfer agent.

To register for this free service go to [www.computershare.com/investor](http://www.computershare.com/investor).

Once on-line access has been obtained, you will be able to review all of your securityholdings in both book and certificated form. You will be able to view (and in some cases communicate) information such as:

- Your current holdings by Company Name
- Change your address
- Dividend activity (where applicable)
- Date of last Annual Meeting and if available from the issuer, the date and location of upcoming AGM
- Vote Proxies on-line
- And more

#### **What if I have more questions about DRS?**

For more information about DRS, please contact Computershare at 1-800-564-6253 North America (toll free) or (416) 263-9524 or by sending an email to [service@computershare.com](mailto:service@computershare.com).