



中國有色金屬有限公司*
China Nonferrous Metals Company Limited
(Incorporated in Bermuda with limited liability)
(Stock Code: 8306)

PROXY FORM

Form of proxy for use by the shareholders of China Nonferrous Metals Company Limited (the “Company”) at the special general meeting (the “Meeting”) to be convened at Room 1104, Jubilee Centre, 18 Fenwick Street, Wanchai, Hong Kong on Wednesday, 9 August 2017 at 3:00 p.m. (or any adjournment thereof).

I/We (note a) _____
of _____
being the registered holder(s) of _____ (note b) shares of HK\$0.002 each (the “Shares”) of the Company
HEREBY APPOINT the chairman of the Meeting, or _____ of _____
_____ to act as my/our proxy (note c) at the Meeting to be held at
Room 1104, Jubilee Centre, 18 Fenwick Street, Wanchai, Hong Kong on Wednesday, 9 August 2017 at 3:00 p.m. or at any adjournment
thereof and to vote on my/our behalf as directed below.

Please make a mark in the appropriate boxes to indicate how you wish your vote(s) to be cast (note d)

SPECIAL RESOLUTION	For	Against
THAT BDO Limited be and is hereby removed as auditors of the Company with immediate effect.		
ORDINARY RESOLUTION	For	Against
THAT subject to the passing of the special resolution above, ZHONGHUI ANDA CPA Limited be appointed as the auditors of the Company in place of BDO Limited following its removal, and to hold office until the conclusion of the forthcoming annual general meeting of the Company, and that the board of directors of the Company be and is hereby authorised to fix their remuneration		

Shareholder’s signature _____ (notes e, f, g and h)

Dated the _____ day of _____ 2017

Notes:

- Full name(s) and address(es) are to be inserted in **BLOCK CAPITALS**.
- Please insert the number of Shares registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the Shares registered in your name(s).
- A proxy need not be a member of the Company but must attend the Meeting in person to represent you. If you wish to appoint some person other than the chairman of the Meeting as your proxy, please delete the words “the chairman of the Meeting or” and insert the name and address of the person appointed proxy in the space provided.
- If you wish to vote for any of the resolutions set out above, please tick (“/”) the box marked “For”. If you wish to vote against any of the resolutions, please tick (“/”) the box marked “Against”.** If this form returned is duly signed but without specific direction on any of the proposed resolutions, the proxy will vote or abstain at his/her discretion in respect of all resolutions; or if in respect of a particular proposed resolution there is no specific direction, the proxy will, in relation to that particular proposed resolution, vote or abstain at his/her discretion. A proxy will also be entitled to vote at his/her discretion on the resolution properly put to the Meeting other than those set out in the notice convening the Meeting.
- In the case of a joint holding, this form of proxy may be signed by any joint holder, but if more than one joint holder is present at the Meeting, whether in person or by proxy, that one of the joint holders whose name stands first on the register of members in respect of the relevant joint holding shall alone be entitled to vote in respect thereof.
- The form of proxy must be signed by a shareholder of the Company, or his/her attorney duly authorised in writing, or if the shareholder is a corporation, either under its common seal or under the hand of an officer or attorney so authorised.
- To be valid, this form of proxy together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or authority must be deposited at the share registrar and transfer office of the Company in Hong Kong, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not later than 48 hours before the time of the Meeting (i.e. no later than 3:00 p.m. on Monday, 7 August 2017 (Hong Kong time)) or any adjourned meeting. Completion and return of this form of proxy will not preclude you from attending and voting in person at the Meeting or any adjournment thereof should you so wish.
- Any alteration made to this form should be initialled by the person who signs the form.

PERSONAL INFORMATION COLLECTION STATEMENT

Your supply of your and your or your proxy’s (or proxies’) name(s) and address(es) is on a voluntary basis for the purpose of processing your request for the appointment of a proxy (or proxies) and your voting instructions for the Meeting of the Company (the “Purposes”). We may transfer your and your proxy’s (or proxies’) name(s) and address(es) to our agent, contractor, or third party service provider who provides administrative, computer and other services to us and to such parties who are authorised by law to request the information or are otherwise relevant for the Purposes and need to receive the information. Your and your proxy’s (or proxies’) name(s) and address(es) will be retained for such period as may be necessary to fulfil the he Purposes. You/your proxy (or proxies) has/have the right to request access to and/or correction of the relevant personal data in accordance with the provisions of the Personal Data (Privacy) Ordinance and any such request should be in writing to the Company/Tricor Investor Services Limited at the above address.

* For identification purposes only