



# Zijin Mining Group Co., Ltd.\*

## 紫金礦業集團股份有限公司

(a joint stock limited company incorporated in the People's Republic of China with limited liability)  
(Stock code: 2899)

### PROXY FORM FOR USE AT THE CLASS MEETING OF HOLDERS OF H SHARES

I/We (note 1) \_\_\_\_\_  
of \_\_\_\_\_  
am/are the registered holder(s) of (note 2) \_\_\_\_\_ H Shares in Zijin Mining Group Co., Ltd.\*  
(the "Company"), HEREBY APPOINT (note 3) \_\_\_\_\_  
of \_\_\_\_\_  
if he/she could not attend, then appoint (note 3) \_\_\_\_\_  
of \_\_\_\_\_  
if he/she could not attend, then appoint the Chairman of the class meeting of holders of H shares ("Class Meeting") as my/our proxy(ies) of \_\_\_\_\_ (note 4) H Shares of the Company to attend the Class Meeting of the Company to be held at the conference room at the Company's office building at No.1, Zijin Road, Shanghang County, Fujian Province, the People's Republic of China (the "PRC") at 9:15 a.m. (or immediately after conclusion or adjournment of the extraordinary general meeting) on Wednesday, 26 March 2008 or at any adjournment thereof, and to exercise the right of voting at such meeting in respect of the resolution as hereunder indicated, or if no such indication is given, as my/our proxy(ies) think(s) fit.

SPECIAL RESOLUTION	For (note 5)	Against (note 5)	Abstain (note 5)
To approve that the effective period of the Shareholders' Approval for the Proposed A Share Issue be extended until the expiration of a period of 12 months from the date of passing of this resolution.			

Date: \_\_\_\_\_ Signature(s): \_\_\_\_\_

#### Notes:

- Please insert the full name(s) and address(es) (as shown in the register of members) in **BLOCK LETTERS**.
- Please insert the number and class of shares (i) registered in your name(s) and (ii) related to this proxy form.
- Please insert the full name and address of your proxy. If you do not insert the full name and address of the person to be appointed as your proxy in the space provided, the Chairman of the Class Meeting will be your proxy.
- If no number is inserted, this proxy form will be deemed to be related to all the shares of the Company registered in your name(s).
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, PLEASE TICK THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, PLEASE TICK THE BOX MARKED "AGAINST". IF YOU WISH TO ABSTAIN TO VOTE IN ANY RESOLUTION, PLEASE TICK THE BOX MARKED "ABSTAIN".** Blank votes or abstentions shall not be counted as number of voting rights in calculating the votes for the resolution. If no such indication is given, the proxy will be entitled to cast your vote at his discretion.
- This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a legal person or body corporate, must be either executed under its common seal or under the hand of a director of the legal person or body corporate or proxy duly authorised in writing.
- To be valid, this form of proxy (or if it is signed by his attorney duly authorised in writing, then together with such power of attorney or other authority under which it is signed or a notarially certified copy of such power of attorney or authority) must be deposited not later than 24 hours before the specified time of the Class Meeting at the office for the Company's Registrar of H Shares – Computershare Hong Kong Investor Services Limited, Rooms 1806-7, 18th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong.

\* The English name of the Company is for identification purpose only