



洛陽欒川鉬業集團股份有限公司

China Molybdenum Co., Ltd. *

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 3993)

FORM OF PROXY FOR THE EXTRAORDINARY GENERAL MEETING TO BE HELD ON TUESDAY, 18TH AUGUST 2009

I/We^(Note 1) _____

of _____

(as shown in the register of members) being the registered holder(s) of ^(Note 2) _____

of domestic shares/H shares^(Note 3) of RMB0.20 each in the share capital of China Molybdenum Co., Ltd. (the "Company") **HEREBY APPOINT**

THE CHAIRMAN OF THE MEETING^(Note 4) or _____ of _____

as my/our proxy(ies) to attend and act for me/us at the extraordinary general meeting (the "EGM") of the Company to be held at 9:00 a.m. on Tuesday, 18th August 2009 at the Meeting Room, 10th Floor, China Molybdenum Group Building, Luoyang, the People's Republic of China (and at any adjournment thereof) for the purposes of considering and, if thought fit, passing the resolutions as set out in the notice convening the EGM and at the EGM (and at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the resolutions as indicated below and, if no such indication is given, as my/our proxy(ies) thinks fit.

Please make a mark in the appropriate boxes to indicate how you wish your vote(s) to be cast on a poll ^(Note 5)

		ORDINARY RESOLUTIONS	FOR ^(Note 5)	AGAINST ^(Note 5)
1.	(a)	To re-elect Mr. Duan Yuxian as an executive director;		
	(b)	To re-elect Mr. Li Chaochun as an executive director;		
	(c)	To re-elect Mr. Wu Wenjun as an executive director;		
	(d)	To re-elect Mr. Li Faben as an executive director;		
	(e)	To re-elect Mr. Wang Qinxi as an executive director;		
	(f)	To re-elect Mr. Zhang Yufeng as a non-executive director;		
	(g)	To re-elect Mr. Gao Dezhu as an independent non-executive director;		
	(h)	To re-elect Mr. Zeng Shaojin as an independent non-executive director;		
	(i)	To re-elect Mr. Gu Desheng as an independent non-executive director;		
	(j)	To re-elect Mr. Ng Ming Wah as an independent non-executive director; and		
	(k)	To authorise the Board to fix the remuneration of the directors.		
2.	To elect Mr. Shu Hedong as a non-executive director and to fix his remuneration.			
3.	To re-elect Mr. Yin Dongfang as a supervisor and to authorise the Board to fix the remuneration of the supervisors.			
4.	To elect Mr. Zhang Zhenhao as a supervisor.			

Date: _____ 2009

Signature(s) ^(Note 6): _____

Notes:

1. Please insert the full name(s) (in Chinese or English) and address(es) (as shown in the register of members) in **BLOCK CAPITALS**.
2. Please insert the number of shares registered in your name(s) to which this form of proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all shares registered in your name(s).
3. Please strike out the type of shares (domestic shares or H shares) to which this form of proxy does not relate.
4. If any proxy other than the Chairman of the Meeting is preferred, please strike out the words "THE CHAIRMAN OF THE MEETING" and insert the name and address of the proxy desired in the space provided. A shareholder entitled to attend and vote at the EGM may appoint one or more proxies to attend and vote on his behalf. A proxy need not be a shareholder of the Company but must attend the EGM in person to represent you. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
5. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK ("✓") IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE TICK ("✓") IN THE BOX MARKED "AGAINST".** If no direction is given, your proxy will vote at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the EGM other than those referred to in the notice convening the EGM.
6. This form of proxy must be signed by you or your attorney duly authorised in writing. In case of a corporation, the same must be either under its common seal or under the hand of its director(s) or duly authorised attorney(s). If this form of proxy is signed by an attorney of a shareholder, the power of attorney authorising that attorney to sign or other authorisation document must be notarised.
7. In order to be valid, this form of proxy together with the power of attorney or other authorisation document (if any) must be deposited at the Secretariat of the Board at the Company's principal place of business in the PRC if you are a holder of domestic shares and at the H Share registrar of the Company, Computershare Hong Kong Investor Services Limited, if you are a holder of H shares not less than 24 hours before the time fixed for holding the EGM or any adjournment thereof (as the case may be).
8. The address and contact details of the H Share registrar of the Company, Computershare Hong Kong Investor Services Limited, are as follows:

Rooms 1806-1807, 18th Floor
Hopewell Centre
183 Queen's Road East
Wanchai
Hong Kong
Telephone No.: (+852) 2862 8555
Facsimile No.: (+852) 2865 0990/(+852) 2529 6087
9. The address and contact details of the Company's principal place of business in the PRC are as follows:

North of Yihe
Huamei Shan Road
Chengdong New District
Luanchuan County
Luoyang City
Henan Province
People's Republic of China
Telephone No.: (+86) 379 6681 9810
Facsimile No.: (+86) 379 6682 4500
10. A shareholder or his/her/its proxy should produce proof of identity when attending the EGM. If a corporate shareholder appoints its legal representative to attend the EGM, such legal representative shall produce proof of identity and a copy of the resolution of the board of directors or other governing body of such shareholder appointing such legal representative to attend the EGM.
11. Completion and delivery of the form of proxy will not preclude you from attending and voting at the EGM if you so wish.

* *For identification purposes only*