



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 SECOND EXTRAORDINARY GENERAL MEETING IN 2009**

I/We (note 1) _____ of _____ am/are the registered holder(s) of (note 2) _____ 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 Extraordinary General Meeting as my/our proxy(ies) of (note 4) _____ shares of the Company to attend the Extraordinary General 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 at 9:00 a.m. on Thursday, 5 November, 2009 or at any adjournment thereof, and to exercise the right of voting at such meeting in respect of the resolutions as hereunder indicated, or if no such indication is given, as my/our proxy(ies) think(s) fit.

	SPECIAL RESOLUTIONS	For (note 5)	Against (note 5)	Abstain (note 5)
1	to approve the issue of medium-term notes and short-term notes and authorize the board of directors a general and unconditional mandate for the issue arrangement of medium-term notes and short-term notes, to issue medium-term notes and short-term notes with a total aggregate principal amount not exceeding RMB7.5 billion (RMB7.5 billion included) within the validity period of the mandate;			
2	to approve the proposed amendments to the Articles of Association of the Company, and authorize the board of directors to do all applications, filings and registrations with the relevant authorities as necessary in respect of the amendments to the Articles of Association;			
	ORDINARY RESOLUTIONS			
3	to elect directors of the fourth board of directors of the Company by way of cumulative voting; (ballot enclosed)			
4	to elect supervisors of the Company of the fourth supervisory committee of the Company by way of cumulative voting; (ballot enclosed)			
5	to approve remunerations proposal of Directors and Supervisors of the fourth term of Board of Directors and Supervisory Committee; to authorise the Board of Directors to enter into service contracts and/or appointment letters with each of the newly elected directors and supervisors respectively subject to such terms and conditions as the Board of Directors shall think fit and to do all such acts and things and handle all other related matters as necessary; and			
6	to consider and approve the proposal of participation in the bid of 50% shares transfer of Zijin Copper and authorize the board of directors to sign the subsequent related documents and handle all the matters as necessary (including but not limited to, all applications, filings and registrations with the relevant authorities).			

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 Extraordinary General Meeting will be your proxy.
- Please insert clearly the number of shares of the Company registered in your name(s) which the appointed proxy can exercise the voting right in the Extraordinary General Meeting. 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 resolutions. If your proxy is authorised to vote partial of your shareholding in the Company, please indicate that shareholding in the voting boxes instead of a tick. If no such indication is given, the proxy will be entitled to cast your vote at his discretion.
- This proxy form 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 proxy form (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 meeting, in respect of H Shares, at the Company's Registrar of H Shares - Computershare Hong Kong Investor Services Limited, Rooms 1806-1807, 18th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong.

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