



**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 H SHARES SHAREHOLDERS FOR  
THE FIRST EXTRAORDINARY GENERAL MEETING IN 2013**

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 25 October 2013, Friday, 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.

	<b>ORDINARY RESOLUTIONS</b>	<b>For</b> (note 5)	<b>Against</b> (note 5)	<b>Abstain</b> (note 5)
1.	to elect directors of the fifth board of directors of the Company by way of cumulative poll; (ballot enclosed)			
2.	to elect supervisors of the fifth supervisory committee of the Company by way of cumulative poll; (ballot enclosed) and			
3.	to approve remunerations proposal of Directors and Supervisors of the fifth 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.			

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

*Notes:*

1. Please insert the full name(s) and address(es) (as shown in the register of members) in **BLOCK LETTERS**.
2. Please insert the number and class of shares (i) registered in your name(s) and (ii) related to this proxy form.
3. Please insert the full name and address of person(s) to be appointed as your proxy. If you do not insert the full name and address of the person(s) to be appointed as your proxy in the space provided, the Chairman of the Extraordinary General Meeting will be your proxy.
4. 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).
5. **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.
6. 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.
7. 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, 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.

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