



## Hunan Nonferrous Metals Corporation Limited\*

### 湖南有色金属股份有限公司

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

(Stock Code: 2626)

#### PROXY FORM FOR THE EXTRAORDINARY GENERAL MEETING TO BE HELD ON TUESDAY, 28 OCTOBER 2014

I/We (note 1) \_\_\_\_\_  
of \_\_\_\_\_  
am/are the registered holder(s) of (note 2) \_\_\_\_\_ shares in Hunan Nonferrous Metals Corporation Limited (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) in respect of \_\_\_\_\_  
(note 4) shares in the share capital of the Company held by me/us to attend the extraordinary general meeting of the Company (the "EGM") to be held at the conference room, 3/F, No. 290 Laodongxi Road, Tianxin District, Changsha City, Hunan Province, the People's Republic of China (the "PRC") at 10:00 a.m. on Tuesday, 28 October 2014 or 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.

	AS ORDINARY RESOLUTION	For (note 5)	Against (note 5)
1.	To consider and approve the re-election of Mr. Wu Xiaopeng as an executive director of the Company, and to authorize the board of directors of the Company to determine his remuneration and any executive director of the Company to execute the service contract with him.		
	AS SPECIAL RESOLUTION	For (note 5)	Against (note 5)
2.	To consider and approve the amendments to the Article 91 of the articles of association of the Company.		

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 in the Company registered in your name(s).
3. 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 EGM will be your proxy. Each shareholder of the Company who has the right to attend and vote at the EGM is entitled to appoint in writing one or more proxies, whether a shareholder or not, to attend and vote on his behalf at the EGM. Where a shareholder of the Company has appointed more than one proxy to attend the EGM, such proxies may only vote on a poll.
4. Please insert the number of shares of the Company registered in your name(s) to which this proxy form relates. 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 no such indication is given, the proxy will be entitled to cast your vote at his discretion.
6. 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 other attorney as duly authorised in writing.
7. To be valid, this form of proxy (or if it is signed by his attorney duly authorised in writing pursuant to a power of attorney or other authority), then together with 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, for holders of H shares of the Company, to Computershare Hong Kong Investor Services Limited, the Company's Registrar of H shares, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.

\* for identification purpose only