



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 Shareholders for the Solicitation of Voting Rights by
Independent Non-executive Director for the Third Extraordinary General Meeting in 2020**

I/We (note 1) _____
of _____
am/are the registered holder(s) of (note 2) _____ shares H Shares ("Shares") in Zijin Mining Group Co., Ltd.* (the "Company").

I/We hereby confirm as the appointing party that I/we have, prior to signing this proxy form for the solicitation of voting rights by independent non-executive director (the "Proxy Form for Solicitation"), read carefully the full text of the Announcement in relation to Solicitation of Voting Rights by the Independent Non-executive Director of the Company prepared by the soliciting party for the current solicitation of voting rights and published as overseas regulatory announcement on 11 December 2020, the notice convening the third extraordinary general meeting in 2020 (the "EGM") of the Company to be held at the conference room at 41/F., Tower B, Zhonghang Zijin Plaza, No. 1811 Huandao Road East, Siming District, Xiamen City, Fujian Province, the People's Republic of China (the "PRC") at 9 a.m. on Tuesday, 29 December 2020 and other relevant documents, and have been sufficiently informed about details relating to the current solicitation of voting rights. I/We have the right to, at any time prior to on-site registration at the meeting, revoke my/our appointment of the soliciting party as proxy under this Proxy Form for Solicitation or to amend the contents of this Proxy Form for Solicitation in accordance with procedures specified in the Report on the Solicitation of Voting Rights by the Independent Non-executive Director.

As the appointing party, I/we hereby appoint Mr. Zhu Guang, an independent non-executive director of the Company, as my/our proxy to attend the EGM or at any adjourned meeting thereof, and to exercise the right of voting at such meeting in respect of the resolutions as hereunder indicated, in accordance with instructions contained in this Proxy Form for Solicitation.

My/our voting directions for the matters in respect of which voting rights are being solicited are as follows:

SPECIAL RESOLUTIONS		For (note 3)	Against (note 3)	Abstain (note 3)
1.	To consider and approve the proposal in relation to the Restricted A Share Incentive Scheme for 2020 (Revised Draft) and its summary of the Company;			
2.	To consider and approve the proposal in relation to the Administrative Measures for Implementation of Appraisal for the Restricted A Share Incentive Scheme for 2020 of the Company; and			
3.	To consider and approve the proposal in relation to authorisation to the board of directors to handle all the matters relating to the Restricted A Share Incentive Scheme for 2020 of the Company.			

Dated: _____ 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 of Shares registered in your name(s) to which this Proxy Form for Solicitation relates. If no number is inserted, this Proxy Form for Solicitation will be deemed to be related to all the Shares 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 no such indication is given, the proxy will be entitled to cast your vote at his discretion.
- This Proxy Form for Solicitation 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 for Solicitation (or if it is signed by 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 for holding the meeting (i.e. no later than 9 a.m. on Monday, 28 December 2020, Hong Kong time), 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

Should there be any discrepancy, the Chinese text of this Proxy Form for Solicitation shall prevail over its English text.