



# China Vanadium Titano-Magnetite Mining Company Limited

## 中國鈦磁鐵礦業有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 00893)

### PROXY FORM FOR EXTRAORDINARY GENERAL MEETING

I/We, being the registered holder(s) of share(s) of China Vanadium Titano-Magnetite Mining Company Limited (the “Company”), hereby appoint the proxy as specified below or failing him/her, **THE CHAIRMAN OF THE EXTRAORDINARY GENERAL MEETING** (the “Meeting”) <sup>(Note 1)</sup> to attend and vote for me/us and on my/our behalf at the Meeting to be held at City Tower, No. 86 Section 1, Renmin South Road, Qingyang District, Chengdu, the People’s Republic of China on Tuesday, 31 January 2023 at 1:30 p.m. and at any adjournment thereof in respect of the resolutions as indicated below, or if no such indication is given, as my/our proxy thinks fit. Unless otherwise defined, capitalised terms used herein shall have the same meaning as those defined in the circular of the Company dated 10 January 2023 (the “Circular”).

<b>Registered Holder(s)</b> (Complete in ENGLISH BLOCK CAPITALS. The names of all joint holders should be stated.)			
Registered Name			
Registered Address			
Certificate No. <sup>(Note 2)</sup>		Signature <sup>(Note 4)</sup>	
Registered Holding <sup>(Note 3)</sup>			
Date			
<b>Proxy</b> <sup>(Note 1)</sup> (Complete in ENGLISH BLOCK CAPITALS.)			
Full Name		No. of Shares <sup>(Note 5)</sup>	
Full Address			
<b>ORDINARY RESOLUTIONS</b>			
1.	To approve, confirm and ratify the 2023 Huili FM Agreement, the terms set out thereof, and the transactions contemplated thereunder, together with the proposed annual caps as set out in the Circular, for the three years ending 31 December 2025, and to authorise any one of the directors of the Company to deal with on behalf of the Company to take any action and execute any document (under seal, if necessary) as they consider necessary, desirable or expedient to carry out or give effect to or otherwise in connection with the 2023 Huili FM Agreement and the transactions contemplated thereunder.		
2.	To approve, confirm and ratify the 2023 Yanyuan FM Agreement, the terms set out thereof, and the transactions contemplated thereunder, together with the proposed annual caps as set out in the Circular, for the three years ending 31 December 2025, and to authorise any one of the directors of the Company to deal with on behalf of the Company to take any action and execute any document (under seal, if necessary) as they consider necessary, desirable or expedient to carry out or give effect to or otherwise in connection with the 2023 Yanyuan FM Agreement and the transactions contemplated thereunder.		
<b>SPECIAL RESOLUTION</b>			
3.	To approve the Proposed Amendments to the Memorandum and Articles and the adoption of the New Memorandum and Articles, in substitution for and to the exclusion of the Memorandum and Articles as set out in resolution no. 3 of the notice of the Meeting dated 10 January 2023 (the “Notice”).		

#### Notes:

1. If any proxy other than the chairman of the Meeting is preferred, please insert the full name and address of the proxy desired in the space provided. A holder entitled to attend and vote at the Meeting is entitled to appoint one or more proxies to attend and vote on his/her behalf. **ANY ALTERATION MADE TO THIS PROXY FORM MUST BE INITIALED BY THE PERSON WHO SIGNS IT.** The proxy need not be a member of the Company, but must attend the Meeting (or any adjournment thereof) to represent you.
2. Please provide one certificate number, if possible, to facilitate processing.
3. Please insert the number of shares registered in the name of the holder(s).
4. This proxy form must be signed and dated by the shareholder or his/her attorney duly authorised in writing. If the shareholder is a company, it should execute this proxy form under its common seal or by the signature(s) of (a) person(s) authorised to sign on its behalf. In the case of joint shareholders, any one shareholder may sign this proxy form. The vote of the senior joint shareholder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint shareholder(s) and for this purpose seniority will be determined by the order in which the names stand in the register of members in respect of the joint shareholding.
5. Please insert the number of shares to which this proxy form relates. If no number is inserted, this proxy form will be deemed to relate to all the shares registered in the name of the holder(s).
6. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK (✓) IN THE RELEVANT BOX BELOW THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK (✓) IN THE RELEVANT BOX BELOW THE BOX MARKED “AGAINST”.** Failure to tick either box in respect of a resolution will entitle your proxy to cast your vote in respect of that resolution at his/her discretion or to abstain. **Your proxy will also be entitled to vote at his/her discretion or to abstain on any resolution properly put to the Meeting other than those referred to in the Notice.**
7. In order to be valid, this proxy form and the power of attorney or other authority (if any) under which it is signed, or a certified copy of such power of attorney, must be lodged with the Company’s Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, as soon as practicable and in any event not less than 48 hours before the time appointed for holding of the Meeting or any adjournment thereof.
8. Completion and delivery of this proxy form will not preclude you from attending and voting at the Meeting if you so wish.
9. For the avoidance of doubt, we do not accept any special instructions written on this proxy form.
10. **PERSONAL INFORMATION COLLECTION STATEMENT:** Your supply of your and your proxy’s (or proxies’) name(s) and address(es) is on a voluntary basis for the purpose of processing your request for the appointment of a proxy (or proxies) and your voting instructions for the Meeting (the “Purposes”). The Company may transfer your and your proxy’s (or proxies’) name(s) and address(es) to our agent, contractor, or third party service provider who provides administrative and other services to us for use in connection with the Purposes and to such parties who are authorised by law to request the information or are otherwise relevant for the Purposes and need to receive the information. Your and your proxy’s (or proxies’) name(s) and address(es) will be retained for such period as may be necessary to fulfil the Purposes. Request for access to and/or correction of the relevant personal data can be made in accordance with the provisions of the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong and any such request should be in writing by mail to the Company’s Hong Kong branch share registrar and transfer office, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong.