



Xinjiang Xinxin Mining Industry Co., Ltd.*

新疆新鑫礦業股份有限公司

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

(Stock code: 3833)

FORM OF PROXY FOR EXTRAORDINARY GENERAL MEETING

Number of shares to which this form of proxy relates ^(Note 1) _____
I/We ^(Note 2) _____ of _____ being the registered
holder(s) of ^(Note 3) _____ H Shares in the share capital of Xinjiang Xinxin Mining Industry Co.,
Ltd. (the “**Company**”) HEREBY APPOINT the Chairman of the meeting or ^(Note 4) _____ of

as my/our proxy/proxies: (a) to act for me/us at the extraordinary general meeting of the Company to be held at 11:00 am. on Friday, 13 October 2023 at Conference Room, 6/F, No. 501, Fusion South Road, Cooperation Zone, Economic and Technological Development Zone, Urumqi, Xinjiang, the People's Republic of China (the “**PRC**”) (or at any adjournment thereof) (the “**EGM**”) for the purpose of considering and, if thought fit, passing the resolutions as set out in the notice convening the EGM; and (b) at the EGM to vote for me/us and in my/our name(s) in respect of the Resolutions as hereunder indicated or, if no such indication is given, as my/our voting proxy/proxies think(s) fit.

ORDINARY RESOLUTIONS		FOR ^(Note 5)	AGAINST ^(Note 5)	ABSTAIN ^(Note 5)
1.	To consider and approve individually each of the following ordinary resolutions in relation to the election of executive directors, non-executive directors and independent non-executive directors of the seventh session of the board of directors of the Company:			
	(1) THAT the re-election of Mr. Qi Xinhui as an executive director of the Company be and is hereby approved, with effect from 14 October 2023 for a term of three years until 13 October 2026;			
	(2) THAT the re-election of Mr. Guo Quan as a non-executive director of the Company be and is hereby approved, with effect from 14 October 2023 for a term of three years until 13 October 2026;			
	(3) THAT the re-election of Mr. Zhou Chuanyou as a non-executive director of the Company be and is hereby approved, with effect from 14 October 2023 for a term of three years until 13 October 2026;			

ORDINARY RESOLUTIONS		FOR <i>(Note 5)</i>	AGAINST <i>(Note 5)</i>	ABSTAIN <i>(Note 5)</i>
(4)	THAT the re-election of Mr. Wang Lijian as a non-executive director of the Company be and is hereby approved, with effect from 14 October 2023 for a term of three years until 13 October 2026;			
(5)	THAT the election of Ms. Chen Yang as a non-executive director of the Company be and is hereby approved, with effect from 14 October 2023 for a term of three years until 13 October 2026;			
(6)	THAT the re-election of Mr. Hu Chengye as a non-executive director of the Company be and is hereby approved, with effect from 14 October 2023 for a term of three years until 13 October 2026;			
(7)	THAT the re-election of Mr. Hu Benyuan as an independent non-executive director of the Company be and is hereby approved, with effect from 14 October 2023 for a term of three years until 13 October 2026;			
(8)	THAT the re-election of Mr. Wang Qingming as an independent non-executive director of the Company be and is hereby approved, with effect from 14 October 2023 for a term of three years until 13 October 2026;			
(9)	THAT the re-election of Mr. Lee Tao Wai as an independent non-executive director of the Company be and is hereby approved, with effect from 14 October 2023 for a term of three years until 13 October 2026.			
2.	To consider and approve individually each of the following ordinary resolutions in relation to the election of independent supervisors and shareholders' representative supervisor of the seventh session of the supervisory committee of the Company:			
(1)	THAT the re-election of Ms. Yao Wenying as an independent supervisor of the Company be and is hereby approved, with effect from 14 October 2023 for a term of three years until 13 October 2026;			

ORDINARY RESOLUTIONS		FOR <i>(Note 5)</i>	AGAINST <i>(Note 5)</i>	ABSTAIN <i>(Note 5)</i>
	(2) THAT the re-election of Mr. Meng Guojun as an independent supervisor of the Company be and is hereby approved, with effect from 14 October 2023 for a term of three years until 13 October 2026;			
	(3) THAT the election of Ms. Chen Rong as a shareholders' representative supervisor of the Company be and is hereby approved, with effect from 14 October 2023 for a term of three years until 13 October 2026.			
3.	To consider and approve individually each of the following ordinary resolutions in relation to the remuneration of all the elected directors of the seventh session of the board of directors of the Company, in accordance with the service contracts:			
	(1) THAT there shall not be any director's remuneration payable by the Company to Mr. Qi Xinhui be and is hereby approved, the remuneration payable to Mr. Qi Xinhui by the Company shall be determined in accordance with the remuneration scale and payment procedures in respect of his working position;			
	(2) THAT there shall not be any director's remuneration payable by the Company to Mr. Guo Quan be and is hereby approved;			
	(3) THAT there shall not be any director's remuneration payable by the Company to Mr. Zhou Chuanyou be and is hereby approved;			
	(4) THAT there shall not be any director's remuneration payable by the Company to Mr. Wang Lijian be and is hereby approved;			

ORDINARY RESOLUTIONS		FOR <i>(Note 5)</i>	AGAINST <i>(Note 5)</i>	ABSTAIN <i>(Note 5)</i>
	(5) THAT there shall not be any director's remuneration payable by the Company to Ms. Chen Yang be and is hereby approved;			
	(6) THAT there shall not be any director's remuneration payable by the Company to Mr. Hu Chengye be and is hereby approved;			
	(7) THAT the director's remuneration payable by the Company to Mr. Hu Benyuan is RMB70,000 per annum (tax inclusive) and is hereby approved;			
	(8) THAT the director's remuneration payable by the Company to Mr. Wang Qingming is RMB70,000 per annum (tax inclusive) and is hereby approved;			
	(9) THAT the director's remuneration payable by the Company to Mr. Lee Tao Wai is HK\$130,000 per annum (tax inclusive) and is hereby approved.			
4.	To consider and approve individually each of the following ordinary resolutions in relation to the remuneration of all the elected supervisors of the seventh session of the supervisory committee of the Company, in accordance with the service contracts:			
	(1) THAT there shall not be any supervisor's remuneration payable by the Company to Mr. Li Shouqiang be and is hereby approved, the remuneration payable to Mr. Li Shouqiang by the Company shall be determined in accordance with the remuneration scale and payment procedures in respect of his working position;			
	(2) THAT there shall not be any supervisor's remuneration payable by the Company to Mr. Huang Fakai be and is hereby approved, the remuneration payable to Mr. Huang Fakai by the Company shall be determined in accordance with the remuneration scale and payment procedures in respect of his working position;			

ORDINARY RESOLUTIONS		FOR ^(Note 5)	AGAINST ^(Note 5)	ABSTAIN ^(Note 5)
(3)	THAT there shall not be any supervisor's remuneration payable by the Company to Ms. Chen Rong be and is hereby approved;			
(4)	THAT the supervisor's remuneration payable by the Company to Ms. Yao Wenying shall be RMB40,000 per annum (tax inclusive) be and is hereby approved;			
(5)	THAT the supervisor's remuneration payable by the Company to Mr. Meng Guojun shall be RMB40,000 per annum (tax inclusive) be and is hereby approved.			
5.	To consider and approve the ordinary resolution on the authorisation to the board of directors of the Company, for the chairman to sign the service contracts with all elected directors or supervisors upon such terms and conditions as it may deem fit, and to do such acts to effect such matters.			
6.	To consider and approve the ordinary resolution on the appointment of ShineWing Certified Public Accountants LLP as the auditor of the Company and to authorise the board of directors of the Company to fix its remuneration.			

Dated this _____ date of _____ 2023

Signature(s) ^(Note 6) _____

Notes:

- Please insert the number of shares registered in your name(s) to which this proxy form relates. If no number is inserted, this form of proxy will be deemed to relate to all shares registered in your name(s).
- Please insert the full name(s) and address(es) as shown in the register of members in **BLOCK CAPITALS**.
- Please insert the total number of shares registered in your name(s).
- A member entitled to attend and vote at the EGM is entitled to appoint one or more proxies of his own choice to attend and vote instead of him. A proxy need not be a member of the Company. If any proxy other than the Chairman of the EGM is preferred, please strike out the words "the Chairman of the meeting or" and insert the name(s) and address(es) of the proxy/proxies desired in the space provided. In the event that two or more persons (other than the Chairman of the EGM) are named as proxies and the words "the Chairman of the meeting...or" are not deleted, those words and references shall be deemed to have been deleted. If you appoint more than one proxy, the voting rights may only be exercised by way of poll.
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, TICK IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, TICK IN THE BOX MARKED "AGAINST". If you wish to abstain from voting on any resolution, tick in the box marked "ABSTAIN".** If you do not indicate how you wish your proxy to vote, your proxy will be entitled to exercise his discretion. Unless you have indicated otherwise in this form, your proxy will also be entitled to vote at his discretion on any resolution properly put to the EGM other than those referred to in the Notice of Extraordinary General Meeting. A tick in the relevant box indicates that the votes attached to all the shares that this form relates will be cast accordingly. The shares abstained will be counted in the calculation of the required majority.
- This form of proxy must be signed by you or your attorney duly authorised in writing, or in the case of a corporation, must be either under seal or under the hand of a director or attorney duly authorised. If this form of proxy is signed by your attorney, the power of attorney or other document of authorisation must be notarised.
- In order to be valid, this form of proxy, together with the notarised copy of the power of attorney or other document of authorisation (if any) under which it is signed, for holders of H Shares, must be delivered to the Company's H Share registrar, Computershare Hong Kong Investor Services Limited, 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, not less than 24 hours before the time appointed for the holding of the EGM.
- Completion and delivery of a form of proxy will not preclude you from attending and/or voting at the EGM (or any adjournment thereof) if you so wish. In such event, the instrument appointing a proxy shall be deemed to be revoked.

9. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON(S) WHO SIGN(S) IT.**
10. In the case of joint holders of any share, any one of such joint holders may vote at the EGM, either personally or by proxy, in respect of such shares as if he were solely entitled thereto. However, if more than one of such joint holders is present at the EGM, personally or by proxy, the vote of the joint holder whose name stands first in the register of members and who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holder(s).

PERSONAL INFORMATION COLLECTION STATEMENT

“Personal Data” in this statement has the same meaning as “personal data” in the Personal Data (Privacy) Ordinance, Chapter 486 (“**PDPO**”) of the Laws of Hong Kong, which will include your name and mailing address.

Your Personal Data provided in this form may be used in connection with processing your appointment of proxy at Xinjiang Xinxin Mining Industry Co., Ltd.’s EGM and instructions. Your supply of Personal Data is on a voluntary basis. However, we may not be able to effect the appointment of your proxy and instructions unless you provide us with your Personal Data.

Your Personal Data will not be transferred to any third party, unless it is required to do so by law, for example, in response to a court order or a law enforcement agency’s request.

Your Personal Data will be retained for such period as may be necessary for our record, verification and notification purposes and will be destroyed 1 year after the EGM.

You have the right to request access to and/or correction of your Personal Data in accordance with the provisions of the PDPO. Any such request for access to and/or correction of your Personal Data should be in writing by either of the following means:

By mail to: Personal Data Privacy Officer, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong

By e-mail to: PrivacyOfficer@computershare.com.hk