



XIZANG ZHIHUI MINING CO., LTD.*
西藏智匯礦業股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 2546)

FORM OF PROXY FOR THE 2025 ANNUAL GENERAL MEETING

Number of shares to which this form of proxy relates *(Note 1)* _____

I/We *(Note 2)* _____ of (address) _____

being the registered holder(s) of *(Note 3)* _____ H Shares
in the share capital of Xizang Zhihui Mining Co., Ltd. (the “**Company**”) HEREBY APPOINT the Chairman of the
meeting or *(Note 4)* _____

of (address) _____
as my/our proxy/proxies: (a) to act for me/us at the 2025 annual general meeting of the Company to be held at Floor 8, Building B, No.42, Jiaogong Road, Xihu District, Hangzhou, Zhejiang Province, China at 10:00 a.m. on 29 May 2026 or at any adjournment thereof (the “**AGM**”) for the purpose of considering and, if thought fit, passing the resolutions (the “**Resolutions**”) as set out in the notice convening the AGM; and (b) at the AGM 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 <i>(Note 5)</i>	AGAINST <i>(Note 5)</i>	ABSTAIN <i>(Note 5)</i>
1.	to consider and approve the annual report for the year ended 31 December 2025;			
2.	to consider and approve the report of the board of directors of the Company for the year ended 31 December 2025;			
3.	to consider and approve the Company's profit distribution plan for the year ended 31 December 2025;			
4.	to consider and approve the re-appointment of Deloitte Touche Tohmatsu as the auditor of the Company to hold office until the conclusion of the next annual general meeting of the Company, and to authorise the board of directors to fix its remuneration; and			
5	to consider and approve the changes to the remunerations of the Executive Director.			

SPECIAL RESOLUTIONS		FOR <i>(Note 5)</i>	AGAINST <i>(Note 5)</i>	ABSTAIN <i>(Note 5)</i>
6.	to consider and approve the grant of a general mandate for the issuance of new H Shares;			
7.	to consider and approve the grant of a general mandate for the repurchase of H Shares;			
8.	to consider and approve the amendments to the Articles of Association.			

Dated this _____ date of _____ 2026 Signature(s) *(Note 6)* _____

* For identification purposes only

Notes:

1. Please insert the number of shares registered in your name(s) to which this form of proxy relates. If no number is inserted, this form of proxy shall be deemed to represent all the shares registered in your name(s).
2. Please insert the full name(s) and address(es) as shown in the register of members in **BLOCK CAPITALS**.
3. Please insert the total number of shares registered in your name(s).
4. A member entitled to attend and vote at the AGM is entitled to appoint one or more proxies of his own choice to attend and vote on behalf of him. A proxy does not need to be a member of the Company. If any proxy other than the Chairman of the AGM 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 AGM) 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, such proxies shall only be entitled to exercise the voting rights by way of poll.
5. **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 AGM other than those referred to in the notice of AGM. 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.
6. 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.
7. 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 prior to the time for holding the AGM.
8. Completion and delivery of a form of proxy will not preclude you from attending and/or voting at the AGM (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 AGM, 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 AGM, 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 (the “**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 Xizang Zhihui Mining Co., Ltd.’s AGM 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 AGM.

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: Hong Kong Privacy Officer, Computershare Hong Kong Investor Services Limited, 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong

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