



SD-GOLD

SHANDONG GOLD MINING CO., LTD.

山東黃金礦業股份有限公司

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

(Stock Code: 1787)

PROXY FORM

FOR THE 2026 SECOND EXTRAORDINARY GENERAL MEETING

I/We ^(Note 1) _____
of _____ ^(Note 2) being the
registered holder of _____ ^(Note 3)
H shares in Shandong Gold Mining Co., Ltd. (the "Company") **HEREBY APPOINT** ^(Note 4) **THE CHAIRMAN OF THE MEETING**
or _____
(correspondence address: _____) as my/our
proxy to attend and act for me/us at the 2026 second extraordinary general meeting of the Company (the "EGM") to be held at the
conference room of the Company, No. 2503, Jingshi Road, Licheng District, Jinan, Shandong Province, the PRC at 9:30 a.m. on Friday,
10 July 2026 (or at any adjournment thereof), and to vote for me/us at such meeting in respect of the resolution set out in the notice of
the EGM in the manners as hereunder indicated, or if no such indication is given, as my/our proxy thinks fit.

Unless otherwise indicated, capitalized terms used herein shall have the same meanings as those defined in the circular of the Company dated 24 June 2026 (the "Circular").

Ordinary Resolution (Cumulative Voting Method)		Cumulative Voting ^(Note 6) (Please state number of votes)
1.00	To consider and approve the resolution in relation to the election of a non-independent director of the seventh session of the Board of Directors:	
1.01	To elect Wang Chenglong as a non-independent director of the seventh session of the Board of Directors of the Company	

* Further details of the above resolution are set out in the Circular.

Date: _____ 2026 Signature ^(Note 7) : _____

Notes:

- Please insert full name(s) (both in Chinese and English) as recorded in the register of members of the Company in **BLOCK LETTERS**.
- Please insert address(es) as recorded in the register of members of the Company in **BLOCK LETTERS**.
- Please insert the number of shares in the Company registered in your name(s) to which this proxy form relates. If no such number is inserted, this proxy form will be deemed to relate to all shares in the Company registered in your name(s).
- If any proxy other than the Chairman of the meeting of the Company is preferred, please strike out "**THE CHAIRMAN OF THE MEETING**" and insert the name and address of the proxy desired in the space provided. A shareholder is entitled to appoint one or more proxies to attend and vote on his/her behalf at the EGM. The proxy need not be a shareholder of the Company. Any alteration made to this proxy form must be signed by the person who signs it.
- According to Article 86 of the Articles of Association, an ordinary resolution shall be passed by more than half of the votes cast by the Shareholders (including proxies) present at the general meeting, while a special resolution shall be passed by not less than two-thirds of the votes cast by the Shareholders (including proxies) present at the general meeting.
- There are no "For", "Against" or "Abstain" options under the cumulative voting system. You are requested to fill in the corresponding number of voting rights in the "Cumulative Voting" column against the name of each candidate.
When adopting the cumulative voting method for electing director as proposed in Resolution 1.00, each of the shares held by a shareholder shall carry the same number of votes corresponding to the number of directors to be elected. A shareholder may exercise his voting rights by splitting his votes evenly for each of the candidates of directors corresponding to the number of shares he holds; or by casting all his votes carried by each of his shares corresponding to the number of directors to be elected for a particular candidate of directors; or by casting a portion of his votes carried by each of his shares corresponding to the number of directors to be elected for a certain number of candidates of directors.
Where the total number of votes cast by a shareholder for one or several of the candidate(s) of directors is in excess of the number of votes carried by the total number of shares held by him, the votes cast by the shareholder shall be invalid, and the shareholder shall be deemed to have waived his voting rights. Where the total number of votes cast for one or several candidate(s) of directors by a shareholder is less than the number of votes carried by the total number of shares held by such shareholder, the votes cast by the shareholder shall be valid, and the voting rights attached to the shortfall between the votes actually cast and the votes which the shareholder is entitled to cast shall be deemed to have been waived by the shareholder.
- This proxy form must be signed by you or your attorney duly authorized in writing or, in the case of corporation, either under the common seal or under the hand of any director or attorney duly authorized in writing.
- This proxy form, together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or authority, must be delivered to the Company's H share registrar, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not later than 24 hours before the time appointed for holding the EGM (i.e. before 9:30 a.m. on Thursday, 9 July 2026) or not later than 24 hours before the time appointed for holding of any adjournment thereof (as the case may be).
- Proxies of holders of the Company's H Shares shall bring along this proxy form, instrument(s) for appointing a proxy (if applicable) and the proxies' identity cards or passports to attend the EGM.
- This proxy form should be completed in duplicate. One counterpart should be delivered to the Company's H share registrar in accordance with Note 8; the other counterpart should be produced by the proxy at the EGM in accordance with Note 9.