



ZHAOJIN

# ZHAOJIN MINING INDUSTRY COMPANY LIMITED\*

## 招金礦業股份有限公司

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

(Stock Code: 1818)

### SUPPLEMENTAL FORM OF PROXY FOR 2018 SECOND EXTRAORDINARY GENERAL MEETING

Number of shares to which this form of proxy relates (Note 1)	
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I/We (Note 2) \_\_\_\_\_  
of \_\_\_\_\_  
being the holder(s) of \_\_\_\_\_ Domestic Shares/H Shares (Note 3) in Zhaojin Mining Industry Company Limited\* (the "Company"), hereby appoint the Chairman of the meeting or \_\_\_\_\_ (Note 4)  
of \_\_\_\_\_

as my/our proxy(ies) to attend the 2018 second extraordinary general meeting (the "EGM") of the Company to be held at the conference room of the Company at No. 299 Jinhui Road, Zhaoyuan City, Shandong Province, the People's Republic of China (the "PRC") at 9:00 a.m. on Monday, 29 October 2018 or any adjournment thereof and to vote at such meeting or at any adjournment thereof in respect of the resolution set out in the supplemental notice of EGM as hereunder indicated on behalf of me/us, or if no such indication is given, as my/our proxy(ies) thinks fit.

SPECIAL RESOLUTION		FOR (Note 5)	AGAINST (Note 5)
To consider and approve the following as special resolution:			
3.	the proposed issue of Corporate Bonds in the PRC and the grant of authority to the Board to deal with such matters relating to the issue of the Corporate Bonds (as set out in the supplemental circular of the Company dated 11 October 2018)		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2018                      Signature (Note 6): \_\_\_\_\_

**Notes:**

- Please insert the number of Shares registered in your name(s) to which this proxy relates. If a number is inserted, this supplemental form of proxy will be deemed to relate only to those Shares. If no number is inserted, the supplemental form of proxy will be deemed to relate to all the Shares registered in your name(s).
- Please insert the full name(s) and address(es) as registered in the register of members of the Company in block letters.
- Please insert the number of Shares registered in your name(s) and delete as appropriate.
- If any proxy other than the Chairman of the meeting of the Company is preferred, please strike out the words "the Chairman of the meeting or" and insert the name of the proxy desired in the space provided. A Shareholder may appoint one or more proxies to attend and vote on his/her behalf. A proxy need not be a Shareholder of the Company. Any alteration made to this supplemental form of proxy must be initialed by the person who signs it.
- Important: If you wish to vote for any resolution, please put a tick in the box marked "FOR" or insert the number of Shares held by you. If you wish to vote against any resolution, please put a tick in the box marked "AGAINST" or insert the number of Shares held by you. If you are entitled to two or more votes, you and your proxy(ies) need not cast all your votes in the same manner. In this circumstance, you should insert the number of relevant Shares held by you in the boxes marked "FOR" or "AGAINST", provided that the total number of Shares inserted in the boxes marked "FOR" and "AGAINST" shall not exceed the "Number of Shares to which this proxy form relates" inserted by you in accordance with note 1. If no direction is given, or if the total number of Shares inserted in the boxes marked "FOR" and "AGAINST" is less than the "Number of Shares to which this proxy form relates" inserted by you in accordance with note 1, your proxy(ies) may vote as he/she thinks fit.
- This supplemental form of proxy must be signed by you or your attorney duly authorized in writing or, in the case of a corporation, must be either executed under its common seal or under the hand of an officer or attorney duly authorized. In case of joint holders, this supplemental form of proxy must be signed by the member whose name stands first in the register of members of the Company.
- If an attending shareholder or proxy casts a vote of abstention or abstains from voting in respect of a resolution, the Share(s) represented by that Shareholder or proxy will be deemed not to be carrying voting rights with respect to that resolution. In that event, this supplemental form of proxy will be deemed to have been revoked.
- To be valid, this supplemental form of proxy and, if such proxy is signed by a person on behalf of the appointer pursuant to a power of attorney or other authority, a notarially certified copy of that power of attorney or other authority must be delivered, for the holder of H Share, to the Company's H Share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 24 hours before the time for holding the EGM; or for the holder of Domestic Share, to the registered address of the Company at No. 299 Jinhui Road, Zhaoyuan City, Shandong Province, the PRC not less than 24 hours before the time appointed for the holding of the EGM.
- In the case of joint holders of Shares of the Company, any one of such holders may vote at the EGM either in person or by proxy in respect of such Shares as if he/she was solely entitled thereto. However, if more than one of such joint holders are present at the meeting in person or by proxy, then one of such holders whose name stands first in the register of members of the Company shall alone be entitled to vote. A proxy need not be a Shareholder of the Company. In the event that a Shareholder appoints more than one proxy to attend the meeting, such proxies may only exercise their voting rights in a poll.
- Unless otherwise indicated, capitalized terms used herein shall have the same meaning as those defined in the circular of the Company dated 14 September 2018 and/or the supplemental circular of the Company dated 11 October 2018.
- The full text of the resolution is set out in the supplemental notice of EGM dated 11 October 2018.

\* For identification purpose only