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 2011 ANNUAL GENERAL MEETING

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

I/We *(Note 2)* _____

of _____

being the holder(s) of _____ domestics 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 2011 annual general meeting (the "AGM") 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 Tuesday, 29 May 2012 or any adjournment thereof and to vote at such meeting or at any adjournment thereof in respect of the resolutions set out in the supplemental notice of AGM as hereunder indicated on behalf of me/us, or if no such indication is given, as my/our proxy(ies) thinks fit.

	SPECIAL RESOLUTIONS	**FOR** *(Note 5)*	**AGAINST** *(Note 5)*
To consider and approve the following as special resolutions:			
4.	To approve the proposed issue of corporate bonds (the "Corporate Bonds") in the PRC with an aggregate principal amount of not more than RMB1.4 billion and the maturity not exceeding 10 years, and to approve the grant of authority to the Board to deal with such matters relating to the issue of the Corporate Bonds.		
5.	To approve the proposed amendments to the articles of association of the Company conditional upon passing special resolution numbered (1) as set out in the Notice of AGM dated 13 April 2012 relating to the approval of the Acquisition contemplated under the Transfer Agreement.		

Dated this _____ day of _____ 2012 Signature *(Note 6)*: _____

Notes:

1. 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 shares of the Company registered in your name(s).
2. Please insert the full name(s) and address(es) as registered in the register of members of the Company in block letters.
3. Please insert the number of shares of the Company registered in your name(s) and delete as appropriate.
4. 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.
5. 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. The shares abstained will not be counted in the calculation of the required majority. If no direction is given, your proxy may vote as he/she thinks fit.
6. 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.
7. 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.
8. 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 holders of H Shares of the Company, 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 AGM; or for the holders of domestic shares of the Company, 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 AGM.
9. In the case of joint holders of shares of the Company, any one of such holders may vote at the AGM 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.
10. Unless otherwise indicated, capitalized terms used herein shall have the same meaning as those defined in the circulars of the Company dated 13 April 2012 and 14 May 2012.
11. The full text of the resolutions is set out in the supplemental notice of 2011 AGM.

* *For identification purposes only*