



**Zijin Mining Group Co., Ltd.\***  
**紫金礦業集團股份有限公司**

(a joint stock limited company incorporated in the People's Republic of China with limited liability)  
(Stock code: 2899)

**Proxy Form for H Shareholders for the Second Extraordinary General Meeting in 2025**

I/We (note 1) \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of (note 2) \_\_\_\_\_ H Shares ("Shares") in  
Zijin Mining Group Co., Ltd.\* (the "Company"), HEREBY APPOINT (note 3) \_\_\_\_\_  
of \_\_\_\_\_  
if he/she is unable to attend, then appoint (note 3) \_\_\_\_\_  
of \_\_\_\_\_  
if he/she is unable to attend, then appoint the Chairman of the second extraordinary general meeting in 2025 (the "EGM") as my/our proxy(ies)  
of (note 4) \_\_\_\_\_ Shares of the Company to attend the EGM to be held  
at the conference room at 21/F., Zijin Headquarters, No. 1 Zijin Road, Shanghang County, Longyan City, Fujian Province, the People's  
Republic of China (the "PRC") at 9 a.m. on 31 December 2025 (Wednesday) or at any adjournment thereof, and to exercise the right of voting  
at such meeting in respect of the resolutions as hereunder indicated, or if no such indication is given, as my/our proxy(ies) think(s) fit.

SPECIAL RESOLUTION		For (note 5)	Against (note 5)	Abstain (note 5)
1.	To consider and approve the proposal in relation to the amendments to the Articles of Association of the Company;			
ORDINARY RESOLUTIONS				
2.	To consider and approve the proposal in relation to the amendments to the Rules Governing the Procedures of Shareholders' Meetings;			
3.	To consider and approve the proposal in relation to the amendments to the Rules Governing the Procedures of Board of Directors Meetings;			
4.	To consider and approve the proposal in relation to the amendments to the Terms of Reference of Independent Directors;			
5.	To consider and approve the proposal in relation to the amendments to the Administrative Measures for Connected Transactions;			
6.	To consider and approve the proposal in relation to the formulation of the Remuneration Management Policies for Directors and Senior Management;			
7.	To consider and approve the remuneration and assessment proposal of Directors and senior management of the ninth term;			
8.	To consider and approve the proposal in relation to the appointment of Mr. Chen Jinghe as the lifetime honorary chairman of the Company;			
9.	To consider and approve the proposal in relation to the election of non-independent Directors of the ninth term of the Board of Directors of the Company (by way of cumulative voting, ballot enclosed); and			
10.	To consider and approve the proposal in relation to the election of independent Directors of the ninth term of the Board of Directors of the Company (by way of cumulative voting, ballot enclosed).			

Dated: \_\_\_\_\_

Signature(s): \_\_\_\_\_

**Notes:**

- Please insert the full name(s) and address(es) (as shown in the register of members) in **BLOCK LETTERS**.
- Please insert the number of Shares (i) registered in your name(s) and (ii) related to this proxy form.
- Please insert the full name and address of the person to be appointed as proxy. If you do not insert the name and address of the person to be appointed as your proxy, the Chairman of the EGM will be your proxy.
- Please insert clearly the number of Shares of the Company registered in your name(s) which the appointed proxy can exercise the voting right in the EGM. If no number is inserted, this proxy form will be deemed to be related to all the Shares of the Company registered in your name(s).
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, PLEASE TICK THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, PLEASE TICK THE BOX MARKED "AGAINST". IF YOU WISH TO ABSTAIN FROM VOTING IN ANY RESOLUTION, PLEASE TICK THE BOX MARKED "ABSTAIN".** Blank votes or abstentions shall not be counted as number of voting rights in calculating the votes for the resolutions. If no such indication is given or the correct number of Shares to be voted is not specified, the proxy will be entitled to cast your vote at his/her discretion.
- This proxy form must be signed by you or your attorney duly authorised in writing or, in the case of a legal person or body corporate, must be either executed under its common seal or under the hand of a director of the legal person or body corporate or proxy duly authorised in writing.
- To be valid, this proxy form (or if it is signed by attorney duly authorised in writing, then together with such power of attorney or other authority under which it is signed or a notarially certified copy of such power of attorney or authority) must be deposited not later than 24 hours before the specified time for holding the meeting (i.e. no later than 9 a.m. on 30 December 2025 (Tuesday), Hong Kong time), in respect of H Shares, at the Company's Registrar of H Shares – Computershare Hong Kong Investor Services Limited, 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.
- Completion and return of the proxy form will not preclude you from attending and voting in person at the EGM if you so wish.

\* The English name of the Company is for identification purpose only

Should there be any discrepancies, the Chinese version of this proxy form shall prevail.