



龍資源有限公司  
DRAGON MINING  
LIMITED

# DRAGON MINING LIMITED

## 龍資源有限公司\*

(Incorporated in Western Australia with limited liability ACN 009 450 051)

(Stock Code: 1712)

### PROXY FORM FOR ANNUAL GENERAL MEETING

I/We <sup>(Note 1)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of <sup>(Note 2)</sup> \_\_\_\_\_ shares of Dragon Mining Limited (the "Company"), HEREBY APPOINT <sup>(Note 3)</sup>  
the Chairman of the meeting or \_\_\_\_\_  
of \_\_\_\_\_

as my/our proxy to attend and act for me/us and on my/the behalf at the Annual General Meeting of the Company (the "Meeting") to be held at Plaza 3, Lower Lobby, Novotel Century Hong Kong, 238 Jaffe Road, Wanchai, Hong Kong on Thursday, the 23rd day of May, 2019 at 10:00 a.m. (Hong Kong time) for the purpose of considering and, if thought fit, passing the resolutions (with or without amendments) as set out in the notice convening the Meeting ("Notice") and at such Meeting (or at any adjournment thereof), to vote for me/us and in my/the name(s) in respect of the resolutions as hereunder indicated, or if no indication is given, as my/the proxy thinks fit.

ORDINARY RESOLUTIONS <sup>(Note 5)</sup>		For <sup>(Note 4)</sup>	Against <sup>(Note 4)</sup>
1.	To receive and adopt the audited consolidated financial statements of the Company, the Directors' report and the independent auditor's report for the year ended 31st December, 2018.		
2.	(A) To re-elect Mr. Arthur George Dew as a Director.		
	(B) To re-elect Mr. Pak Wai Keung Martin as a Director.		
	(C) To re-elect Mr. Poon Yan Wai as a Director.		
3.	To re-appoint Ernst & Young as auditor and authorise the Board of Directors to fix its remuneration.		
4(A).	To grant general mandate to issue and allot new securities of the Company.		
4(B).	To grant general mandate to repurchase shares of the Company.		
4(C).	To extend the general mandate to the directors of the Company to issue securities.		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2019 Signature <sup>(Note 6)</sup> \_\_\_\_\_

#### Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The names of all joint registered holders should be stated.
- 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 will be deemed to relate to all the shares of the Company registered in your name(s).
- If any proxy other than the Chairman of the Meeting is preferred, strike out the words "the Chairman of the Meeting or" herein and insert the name and address of the proxy desired in the space provided. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.** Any member entitled to attend and vote at the Meeting is entitled to appoint another person as his proxy to attend and vote instead of him. A member who is the holder of two or more shares of the Company may appoint more than one proxy to represent him and vote on his or her behalf at the Meeting. A proxy need not be a member of the Company. In addition, a proxy or proxies representing either an individual member or a member which is a corporation, shall be entitled to exercise the same powers on behalf of the member which he, she or they represent as such member could exercise.
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, TICK IN THE APPROPRIATE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTION, TICK IN THE APPROPRIATE BOX MARKED "AGAINST".** Failure to tick a box will entitle your proxy to cast your vote at his discretion. Your proxy will also be entitled to vote at his or her discretion or abstain on any other resolution properly put to the Meeting other than those referred to in the Notice.
- The full text of Resolution Nos. 4(A), 4(B) and 4(C) is set out in the Notice contained in the circular issued by the Company dated 18th April, 2019 which is sent to the members of the Company together with this form of proxy. Terms and abbreviations used in this Proxy Form are defined in the Notice.
- This form of proxy must be signed by you or your proxy duly authorised in writing or, in the case of a corporation, must be executed either under its common seal or under the hand of an officer or attorney duly authorised.
- Where there are joint holders of any share(s) of the Company, any one of such persons may vote at the Meeting, either personally or by proxy in respect of such share(s) as if he/she were solely entitled thereto, but if more than one of such joint registered holders be present at the Meeting personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such shares shall alone be entitled to vote in respect thereof.
- To be valid, this form of proxy, together with the power of attorney or other authority (if any) under which it is signed or an office copy or a notarially certified copy of such power or authority, must be deposited at the Company's Hong Kong share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as possible, any in any event by 10:00 a.m. on 21st May, 2019 (Hong Kong time), being not less than 48 hours before the time fixed for holding the Meeting or any adjournment thereof. Completion and return of the form of proxy will not preclude members from attending and voting in person at the Meeting.
- A body corporate that is a member, or that has been appointed as a proxy, is entitled to appoint a person to act as its representative at the Meeting. The appointment of the representative must comply with the requirements under section 250D of the Corporations Act.
- If a member appoints a body corporate as the member's proxy to attend and vote for the member at the Meeting, the representative of the body corporate to attend the Meeting must produce the Certificate of Appointment of Representative prior to admission to the Meeting. A form of the certificate may be obtained from the Company's Australian Principal Share Registrar.
- Sections 250BB and 250BC of the Corporations Act apply to voting by proxy and will apply to the conduct of the Meeting. Broadly, this means that:
  - if proxy holders vote, they must cast all directed proxies as directed; and
  - any directed proxies which are not voted will automatically default to the Chairman, who must vote the proxies as directed.
- Pursuant to section 250BB of the Corporations Act, an appointment of a proxy may specify the way the proxy is to vote on a particular resolution and, if it does:
  - the proxy need not vote on a show of hands, but if the proxy does so, the proxy must vote that way (i.e. as directed); and
  - if the proxy has 2 or more appointments that specify different ways to vote on the resolution – the proxy must not vote on a show of hands; and
  - if the proxy is the Chairman of the Meeting at which the resolution is voted on – the proxy must vote on a poll, and must vote that way (i.e. as directed); and
  - if the proxy is not the Chairman – the proxy need not vote on the poll, but if the proxy does so, the proxy must vote that way (i.e. as directed).
- Under section 250BC of the Corporations Act, if:
  - an appointment of a proxy specifies the way the proxy is to vote on a particular resolution at a meeting of a company's members;
  - the appointed proxy is not the Chairman of the Meeting;
  - at the meeting, a poll is duly demanded on the resolution; and
  - either of the following applies:
    - the proxy is not recorded as attending the meeting;
    - the proxy does not vote on the resolution,the Chairman of the Meeting is taken, before voting on the resolution closes, to have been appointed as the proxy for the purposes of voting on the resolution at the meeting.

#### PERSONAL INFORMATION COLLECTION STATEMENT

- "Personal Data" in this statement has the same meaning as "personal data" in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong ("PDPO").
- Your supply of Personal Data to the Company is on a voluntary basis. If you fail to provide sufficient information, the Company may not be able to process your appointment of proxy and other instructions.
- Your Personal Data may be disclosed or transferred by the Company to its subsidiaries, its share registrar and branch share registrar in Hong Kong, and/or other companies or bodies for any of the stated purposes, and retained for such period as may be necessary for our verification and record purposes.
- 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 to the Personal Data Privacy Officer of Computershare Hong Kong Investor Services Limited (the address stated in note 8 above).

\* for identification purpose only