

## **LINGJIN**

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## Lingbao Gold Company Ltd. 靈寶黃金股份有限公司

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

(Stock code: 3330)

## PROXY FORM FOR THE CLASS MEETING OF HOLDERS OF THE DOMESTIC SHARES TO BE HELD ON 30 DECEMBER 2011 (OR ANY ADJOURNMENT THEREOF)

	No. of shares to Proxy relates <sup>1</sup>	which this	
I/We <sup>2</sup>			
of the reg APPO of	gistered holder(s) of domestic share(s) of Lingbao Gold Cor NT the Chairman of this meeting or <sup>3</sup>	npany Ltd. (the	being (**Company**) HEREBY
as my/ thereo: Indust extrao: if thou Domes	our proxy at the class meeting of holders of the domestic shares ("Domestic Shares Cl.") of the Company to be held at 2nd floor of the registered office of the Company at rial Area, Lingbao, Henan, the People's Republic of China on Friday, 30 December 2011 dinary general meeting of the Company to be held at 9:00 a.m. on Friday, 30 December 2 ght fit, passing the resolution as set out in the Notice of Domestic Shares Class Meetitic Shares Class Meetitic Shares Class Meeting (or at any adjournment thereof) to vote on my/our behalf in resolution is given, as my/our proxy thinks fit.	Xin Village, Yi immediately af 2011 for the pur- ng dated 14 No	nzhuang Town, Daonan ter the conclusion of the pose of considering and, ovember 2011 and at the
	Special Resolution	$For^4$	Against <sup>4</sup>
prop	oprove the proposed allotment and issue of A shares by the Company and each of the osed terms and conditions as set out in the special resolution of the notice of the estic Shares Class Meeting, including but not limited to the followings:		
•	Type of securities to be issued Place of Listing Number of A shares to be issued Nominal value of A Shares to be issued Target subscribers Rights attached to A Shares Basis for determination of the issue price Method of issue Use of proceeds Authorisation to the Board		
Dated	this day of 2011 Signature(s)	Holdor(s)	of domestic shares
Notes:		rioider(s)	of domestic shares
1.	Please insert the number of domestic shares relates to this proxy form. If no number is inserted, this passes in the capital of the Company registered in your name(s).	proxy form will be	deemed to relate to all such
2. 3.	Full name(s) (in Chinese and English) and registered address(es) (as shown in the register of member(s)) to be inserted in BLOCK LETTERS. A proxy need not be a member of the Company. A holder of domestic shares is entitled to appoint a proxy to attend and, in the event of a poll, vote in his/her stead. If such an appointment is made, you may delete the words "the Chairman of this meeting or" and insert the name and address of the person appointed as proxy in the space provided. ANY ALTERATION MADE TO THIS PROXY FORM MUST BE INITIALLED BY THE PERSON(S) WHO SIGN(S) IT.		
4.	Please indicate with a " $\checkmark$ " in the appropriate space how you wish the proxy to vote on your behalf on without any such indication, the proxy will vote or abstain at his/her discretion. Your proxy will also resolution properly put to the Domestic Shares Class Meeting other than those referred to in the Not	be entitled to vote	at his/her discretion on any
5.	In the case of joint holders, the vote of the senior who tenders as vote, whether in person or by prox execution of the votes of the other joint holder(s). For this purpose, seniority is determined by the ord Members of the Company in respect of the joint holding.	y or by representa	ative, will be accepted to the

This proxy form must be signed by you or your attorney duly authorized in writing or, in the case of corporation, must be under its common seal or under the hand of an officer or attorney duly authorized. If the proxy form is signed by your attorney, the written authorization or other authorization documents of such attorney should be notarized.

In order to be valid, the proxy form must be deposited by hand or post to the registered address of the Company not less than 24 hours before the time for holding the meeting or not less than 24 hours before the time appointed for taking the poll. If the proxy form is signed by a person under a power of attorney or other authority, a notarially certified copy of that power of attorney or authority shall be deposited at the same time as

Completion and delivery of the proxy form will not preclude you from attending and voting at the Domestic Shares Class Meeting if you so wish. The description of the resolutions is by way of summary only. The full text appears in the Notice of Domestic Shares Class Meeting dated 14

7.

November 2011.