



LINGJIN

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**Lingbao Gold Group Company Ltd.**

**靈寶黃金集團股份有限公司**

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

**(Stock Code: 3330)**

**PROXY FORM FOR H SHAREHOLDERS CLASS MEETING  
TO BE HELD ON THURSDAY, 14 DECEMBER 2023  
(OR AT ANY ADJOURNMENT THEREOF)**

No. of shares to which this Proxy relates <sup>1</sup>	
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I/We<sup>2</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of H share(s) of Lingbao Gold Group Company Ltd. (the "Company") HEREBY APPOINT THE  
Chairman of the Meeting or<sup>3</sup> \_\_\_\_\_  
of \_\_\_\_\_

as my/our proxy at the class meeting of the holders of H Shares (the "H Shareholders Class Meeting") (or at any adjournment thereof) of the Company to be held at 3rd floor of the registered office of the Company at Hangu Road and Jingshan Road Intersection, Lingbao, Henan, the People's Republic of China on Thursday, 14 December 2023 immediately after the conclusion of the class meeting of the holders of the Domestic Shares of the Company, which will be held immediately after the conclusion of the extraordinary general meeting of the Company to be held on Thursday, 14 December 2023 at 9:00 a.m., for the purpose of considering and, if thought fit, passing the resolution as set out in the Notice of H Shareholders Class Meeting dated 16 November 2023 and at the H Shareholders Class Meeting (or at any adjournment thereof) to vote on my/our behalf in respect of the resolution as directed below or, if no such direction is given, as my/our proxy thinks fit.

SPECIAL RESOLUTION		For <sup>4</sup>	Against <sup>4</sup>	Abstain <sup>4</sup>
1.	To consider and approve the Proposed Amendments to the Articles of Association.			

Signed this \_\_\_\_\_ of \_\_\_\_\_ 2023

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

Holder(s) of H shares

*Notes:*

1. Please insert the number of H shares relates to this proxy form. If no number is inserted, this proxy form will be deemed to relate to all such shares in the capital of the Company registered in your name(s).
2. 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**.
3. A proxy need not be a member of the Company. A holder of H 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 the 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 “✓” in the appropriate space how you wish the proxy to vote on your behalf on a poll. If this form is returned duly signed, but without any such indication, the proxy will vote or abstain at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the H Shareholders Class Meeting other than those referred to in the Notice of the H Shareholders Class Meeting.
5. In the case of joint holders, the vote of the senior who tenders as vote, whether in person or by proxy or by representative, will be accepted to the execution of the votes of the other joint holder(s). For this purpose, seniority is determined by the order in which the names stand in the Register of Members of the Company in respect of the joint holding.
6. This proxy form must be signed by you or your attorney duly authorised in writing or, in the case of corporation, must be under its common seal or under the hand of an officer or attorney duly authorised. If the proxy form is signed by your attorney, the written authorization or other authorisation documents of such attorney should be notarised.
7. In order to be valid, the proxy form must be deposited by hand or post to the H shares registrar of the Company, 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 meeting or 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 mentioned in the proxy form.
8. Completion and delivery of the proxy form will not preclude you from attending and voting at the H Shareholders Class Meeting if you so wish.
9. Unless the context requires otherwise, terms defined in the Notice of H Shareholders Class Meeting shall bear the same meanings when used in this form of proxy.