



**江西銅業股份有限公司**  
**JIANGXI COPPER COMPANY LIMITED**

*(a Sino-foreign joint venture joint stock limited company incorporated in the People's Republic of China)*

(Stock Code: 0358)

**Proxy Form of Holders of H Shares for use at the H Shares Class Meeting**

I/We <sup>(Note 1)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holders of <sup>(Note 2)</sup> \_\_\_\_\_ H Shares in Jiangxi Copper Company Limited (the “**Company**”)  
**HEREBY APPOINT** <sup>(Note 3)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
or failing him <sup>(Note 3)</sup> \_\_\_\_\_  
of \_\_\_\_\_ or failing him, the Chairman of the  
meeting or any other director of the Company as my/our proxy in respect of <sup>(Note 4)</sup> \_\_\_\_\_  
H Shares in the capital of the Company held by me/us to attend and act for me/us at the H Shares Class Meeting of the Company (“**H Shares Class Meeting**”) to be held at the Conference Room of the Company at JCC International Plaza, 7666 Chang Dong Avenue, High-tech Development Zone, Nanchang, Jiangxi, the People’s Republic of China on Wednesday, 10 June 2020 at 3:15 p.m. (or immediately following the conclusion of the class meeting for holders of A shares of the Company or any adjournments thereof) and to vote at such meeting or at any adjournment thereof in respect of the resolution as hereunder indicated, or if no such indication is given, as my/our proxy(ies) think(s) fit.

<b>Special Resolution</b> <sup>(Note 8)</sup>		<b>For</b> <sup>(Note 5)</sup>	<b>Against</b> <sup>(Note 5)</sup>	<b>Abstain</b> <sup>(Note 5)</sup>
1.	To consider and approve the proposed amendments to the articles of association of the Company (the “ <b>Articles of Association</b> ”) (details of which are set out in the circular of the Company dated 24 April 2020) and to authorise any one executive Director to make such adjustments or other amendments to the Articles of Association as he considers necessary or otherwise appropriate in connection with the proposed amendments to the Articles of Association or as may be required by the relevant regulatory authorities and to deal with on behalf of the Company the relevant filling, amendments and registration (where necessary) procedures and other related issues arising from the amendments to the Articles of Association.			

Dated this \_\_\_\_\_ day \_\_\_\_\_ of 2020

Signature(s) <sup>(Note 6)</sup>: \_\_\_\_\_

*Notes:*

1. Please insert full name(s) and address(es) (as shown in the register of shareholders) in **BLOCK CAPITALS**.
2. Please insert the class and the number of all the H Shares in the Company registered in your name(s).
3. Please insert the name and address of the proxy desired. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.** The proxy need not be a shareholder of the Company but must attend the meeting in person to represent you.
4. **PLEASE INDICATE CLEARLY THE CLASS AND THE NUMBER OF H SHARES IN THE COMPANY REGISTERED IN YOUR NAME(S) IN RESPECT OF WHICH THE PROXY IS SO APPOINTED.** If no such number is inserted, the proxy is deemed to be appointed in respect of all the H Shares in the Company registered in your name(s).
5. **IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, TICK IN THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, TICK IN THE BOX MARKED “AGAINST”. IF YOU WISH TO ABSTAIN FROM VOTING ON ANY RESOLUTION, TICK IN THE BOX MARKED “ABSTAIN”. ANY ABSTAIN VOTE OR WAIVER TO VOTE SHALL BE DISREGARDED AS VOTING RIGHTS FOR THE PURPOSE OF CALCULATING THE RESULT OF THAT RESOLUTION.** If you wish to vote only part of the number of shares in respect of which the proxy is so appointed, please state the exact number of shares in lieu of a tick in the relevant box. Failure to tick or state the exact number of H Shares in any box will entitle your proxy to cast your vote at his discretion.
6. This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must either be executed under its common seal or under the hand of an officer or attorney or other person duly authorised.
7. To be valid, this proxy form and, if such proxy form is signed by a person under a power of attorney or other authority on behalf of the appointer, a notarially certified copy of that power of attorney or other authority, must be deposited at the Company’s Secretariat of the Board at 3rd Floor, JCC International Plaza, 7666 Chang Dong Avenue, High-tech Development Zone, Nanchang, Jiangxi, the People’s Republic of China (Postal Code: 330096) (in the case of the proxy form by holders of A Shares) or at the Company’s H Share Registrars, Hong Kong Registrars Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong (in the case of the proxy form by holders of H Shares) not less than 24 hours before the time appointed for the holding of the meeting or 24 hours before the time appointed for taking the poll.
8. For the full text of the proposed resolution, please refer to the notice of the H Shares Class Meeting dated 24 April 2020.