



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 Extraordinary General Meeting

I/We ^(Note 1) _____
of _____
being the registered holder(s) of ^(Note 2) _____ H shares in Jiangxi Copper Company Limited (the "Company")
HEREBY APPOINT ^(Note 3) _____
of _____
or failing him ^(Note 3) _____
of _____
or failing him, the Chairman of the meeting or any other director of the Company as my/our proxy in respect of ^(Note 4) _____ H shares in the capital of the Company held by me/us to attend and act for me/us at the extraordinary general meeting of the Company ("EGM") 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 (the "PRC") on Tuesday, 18 October 2022 at 3:00 p.m. (or any adjournment thereof) and to vote at such meeting or any adjournment thereof in respect of the resolutions as hereunder indicated or, if no such indication is given, as my/our proxy(ies) think(s) fit.

Ordinary Resolutions		For ^(Note 5)	Against ^(Note 5)	Abstain ^(Note 5)
1.	To consider and approve the resignation of Mr. Wu Donghua as a supervisor of the Company with effect from the date on which this resolution is passed and to authorise any one executive director of the Company (the "Director") to sign all documents and agreements and to do all such acts and things necessary to give effect to the foregoing.			
2.	To consider and approve the resignation of Mr. Zhang Jianhua as a supervisor of the Company with effect from the date on which this resolution is passed and to authorise any one executive Director to sign all documents and agreements and to do all such acts and things necessary to give effect to the foregoing.			
Ordinary Resolutions (By way of cumulative voting) ^(Note 6)		Number of votes		
3.	To consider and approve the appointment of Mr. Zhou Shaobing as an executive Director to hold office from the date on which this resolution is passed until the expiration of the term of the ninth session of the board of Directors (the "Board") and to authorise the Board to determine his remuneration and any one executive Director to enter into a service contract or letter of appointment on behalf of the Company with Mr. Zhou Shaobing on and subject to such terms and conditions as the Board shall think fit and to do all such acts and things necessary to give effect to the foregoing.			
4.	To consider and approve the appointment of Mr. Li Shuidi as an independent non-executive Director to hold office from the date on which this resolution is passed until the expiration of the term of the ninth session of the Board and to authorise the Board to determine his remuneration and any one executive Director to enter into a service contract or letter of appointment on behalf of the Company with Mr. Li Shuidi on and subject to such terms and conditions as the Board shall think fit and to do all such acts and things necessary to give effect to the foregoing.			
5.	To consider and approve the following resolutions in relation to the appointment of supervisors:			
	(i) To consider and approve the appointment of Mr. Zha Kebing as a supervisor to hold office from the date on which this resolution is passed until the expiration of the term of the ninth session of the supervisory committee and to authorise the Board to determine his remuneration and any one executive Director to enter into the service contract or letter of appointment on behalf of the Company with Mr. Zha Kebing on and subject to such terms and conditions as the Board shall think fit and to do all such acts and things necessary to give effect to the foregoing.			

Ordinary Resolutions (By way of cumulative voting) ^(Note 6)		Number of votes
	(ii) To consider and approve the appointment of Mr. Liu Guobiao as a supervisor to hold office from the date on which this resolution is passed until the expiration of the term of the ninth session of the supervisory committee and to authorise the Board to determine his remuneration and any one executive Director to enter into the service contract or letter of appointment on behalf of the Company with Mr. Liu Guobiao on and subject to such terms and conditions as the Board shall think fit and to do all such acts and things necessary to give effect to the foregoing.	

Dated this _____ day _____ 2022

Signature(s) ^(Note 7): _____

Notes:

1. Please insert the full name(s) and address(es) (as shown in the register of the members) in **BLOCK CAPITALS**.
2. Please insert the number of 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.** A proxy need not be a shareholder of the Company but must attend the meeting in person to represent you.
4. **PLEASE INDICATE CLEARLY THE NUMBER OF 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 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 H 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 shares in any box will entitle your proxy to cast your vote at his discretion.
6. **IMPORTANT:**
 - (a) The voting at the EGM in respect of Resolutions No. 3, 4 and 5 in relation to the proposed appointments of executive Director, independent non-executive Director and supervisors (as the case may be) shall be conducted by way of cumulative voting. In respect of these resolutions, you are entitled to a number of votes equivalent to the number of shares held by you multiplying the number of the proposed executive Directors, independent non-executive Directors or supervisors.
 - (b) The cumulative voting will be conducted separately in three categories, namely (i) the executive Director; (ii) the independent non-executive Director; and (iii) the supervisors, i.e. (i) for the appointment of the executive Director, the total number of votes you may cast shall equal to the product of the number of shares held by you multiplying the number of the proposed executive Director, i.e. 1, and this particular allocation of votes may only be cast on the proposed executive Director candidate; (ii) for the appointment of the independent non-executive Director, the total number of votes you may cast shall equal to the product of the number of shares held by you multiplying the number of the proposed independent non-executive Director, i.e. 1, and this particular allocation of votes may only be cast on the proposed independent non-executive Director candidate; and (iii) for the appointment of supervisors, the total number of votes you may cast shall equal to the product of the number of shares held by you multiplying the number of the proposed supervisors, i.e. 2, and this particular allocation of votes may only be cast on the proposed supervisor candidates.

For illustration, if you hold 100 shares, the total number of votes you may cast in respect of Resolution No. 5 will be 200 votes, and this particular allocation of votes may only be cast on the proposed supervisor candidates. You may cast 200 votes evenly among 2 proposed supervisor candidates, or to place all your votes on one particular candidate or cast your votes diversely on more than one candidate. The same voting method applies to the voting of Resolution No. 3 and Resolution No. 4.

Please specify the number of votes cast for each of the candidates for executive Director, independent non-executive Director and supervisor in the box marked "Number of votes". Failure to specify the number of votes cast for each of the candidates will entitle your proxy to cast your votes at his discretion.
- (c) Please note with particular attention that, if the total number of votes you have cast exceeds the maximum votes you have, all the votes cast by you shall be invalid and you shall be deemed as having waived your right to vote.

7. 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.
8. 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 PRC (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.