



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)

Table with 2 columns: No. of shares to which this Proxy relates, and an empty box for the number.

I/We of being the registered holder(s) of domestic share(s) of Lingbao Gold Company Ltd. (the "Company") HEREBY APPOINT the Chairman of this meeting or of

as my/our proxy at the class meeting of holders of the domestic shares ("Domestic Shares Class Meeting") (and at any adjournment thereof) of the Company to be held at 2nd floor of the registered office of the Company at Xin Village, Yin Zhuang Town, Daonan Industrial Area, Lingbao, Henan, the People's Republic of China on Friday, 30 December 2011 immediately after the conclusion of the extraordinary general meeting of the Company to be held at 9:00 a.m. on Friday, 30 December 2011 for the purpose of considering and, if thought fit, passing the resolution as set out in the Notice of Domestic Shares Class Meeting dated 14 November 2011 and at the Domestic Shares 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.

Table with 3 columns: Special Resolution, For, Against. The Special Resolution column contains a list of items to be voted on.

Dated this day of 2011 Signature(s) Holder(s) of domestic shares

Notes:

- 1. Please insert the number of domestic 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 domestic shares is entitled to appoint a proxy to attend and, in the event of a poll, vote in his/her stead.
4. Please indicate with a checkmark in the appropriate space how you wish the proxy to vote on your behalf on a poll.
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).
6. 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.
7. 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.
8. 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.
9. 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 November 2011.