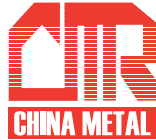


THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

此乃重要文件 謹請立即處理

If you are in any doubt as to any aspect of this Election Form or as to the action you should take, you should consult an exchange participant or other securities dealer licensed person under the Securities and Futures Ordinance, bank manager, solicitor, certified public accountant or other professional adviser.

閣下如對本選擇表格之任何內容或應採取之行動有任何疑問，應諮詢交易所參與者或其他根據證券及期貨條例獲發牌為證券交易商之人士、銀行經理、律師、執業會計師或其他專業顧問。



中國金屬再生資源(控股)有限公司
CHINA METAL RECYCLING (HOLDINGS) LIMITED

(incorporated in the Cayman Islands with limited liability)
(於開曼群島註冊成立之有限公司)
(Stock Code: 00773)
(股份代號: 00773)

SCRIP DIVIDEND SCHEME IN RELATION TO THE FINAL DIVIDEND FOR THE YEAR ENDED 31 DECEMBER 2011 (THE "FINAL DIVIDEND")
有關截至二零一一年十二月三十一日止年度末期股息(「末期股息」)之以股代息計劃
ELECTION FORM
選擇表格

IF YOU WISH TO RECEIVE YOUR FINAL DIVIDEND WHOLLY IN CASH ONLY, DO NOT COMPLETE THIS ELECTION FORM.

倘閣下擬全數以現金形式收取末期股息，切勿填寫本選擇表格。

IF YOU WISH TO RECEIVE SHARES OF HK\$0.0001 EACH IN CHINA METAL RECYCLING (HOLDINGS) LIMITED (THE "COMPANY") CREDITED AS FULLY PAID ("SCRIP DIVIDEND SHARES") INSTEAD OF CASH FOR THE FINAL DIVIDEND OF HK32 CENTS PER SHARE EITHER IN WHOLE OR IN PART, YOU MUST COMPLETE AND SIGN THIS ELECTION FORM AND RETURN IT AS SOON AS POSSIBLE TO THE COMPANY'S BRANCH REGISTRAR IN HONG KONG, TRICOR INVESTOR SERVICES LIMITED, 26/F., TESBURY CENTRE, 28 QUEEN'S ROAD EAST, WANCHAI, HONG KONG BEFORE 4:30 PM ON TUESDAY, 26 JUNE 2012.

倘閣下擬以中國金屬再生資源(控股)有限公司(「本公司」)每股0.0001港元入賬列作繳足股份(「以股代息股份」)代替現金收取全部或部份末期股息(每股32港仙)，則閣下必須填妥及簽署本選擇表格，並於二零一二年六月二十六日(星期二)下午四時三十分前交回本公司的香港股份過戶登記分處卓佳證券登記有限公司，地址為香港灣仔皇后大道東28號金鐘匯中心26樓。

PART I - ENTITLEMENT ADVICE 第一部份 - 分派通知書

BOX A 甲欄	NAME(S) AND ADDRESS OF REGISTERED SHAREHOLDER(S) 登記股東姓名及地址	BOX B 乙欄	NUMBER OF SHARES HELD ON 7 JUNE 2012 ("RECORD DATE") 於二零一二年六月七日(「記錄日期」)持有的股份數目
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PLEASE REFER TO THE CIRCULAR DATED 12 JUNE 2012 ("THE CIRCULAR") FOR DETAILS OF THE SCRIP DIVIDEND SCHEME.
有關以股代息計劃之詳情請參閱日期為二零一二年六月十二日之通函(「通函」)。

PART 2 - SCRIP DIVIDEND SHARES ONLY 第二部份 - 全數收取以股代息股份

If you wish to receive the Final Dividend in Scrip Shares only, please SIGN, DATE and RETURN this Election Form.
倘閣下擬全數以代息股份形式收取末期股息，請在本選擇表格上簽署及註明日期，並將本表格交回。

PART 3 - PART CASH DIVIDEND AND PART NEW SHARES 第三部份 - 部份收取現金股息及部份收取新股份

If you wish to receive the Final Dividend partly in cash and partly in Scrip Dividend Shares, please ENTER in Box C the number of shares registered in your name on the Record Date for which the Final Dividend will be paid in Scrip Dividend Shares. Please SIGN, DATE and RETURN this Election Form.
倘閣下擬以部份現金及部份以代息股份形式收取末期股息，請在丙欄內填上閣下欲以代息股份形式收取末期股息的股份數目(該等股份須為在記錄日期登記在閣下名下的股份)，並請在本選擇表格上簽署及註明日期，然後將本表格交回。

BOX C 丙欄	NUMBER OF SHARES FOR WHICH THE FINAL DIVIDEND IS TO BE PAID IN SCRIP DIVIDEND SHARES 欲將以代息股份形式收取末期股息之股份數目
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(If you sign, date and return this Election Form without completing Box C, or if your specified number in Box C is greater than your registered holding on the Record Date, you will be deemed to have elected to receive Scrip Dividend Shares only in respect of ALL the shares registered in your name on the Record Date. You will receive Scrip Dividend Shares only for the Final Dividend.)
(若簽署及註明日期後交回之本選擇表格未有填寫丙欄，或倘閣下在丙欄內所註明的數目超過在記錄日期閣下名下登記持有之股份數目，閣下將被視作就記錄日期登記在閣下名下之全部股份選擇僅收取以代息股份形式派發之末期股息。)

TO CHINA METAL RECYCLING (HOLDINGS) LIMITED:
致中國金屬再生資源(控股)有限公司:

I/We, the undersigned and above-named shareholder(s), give notice that I/we elect to receive Scrip Dividend Shares instead of cash in respect of the Final Dividend for the whole or part of the shares registered in my/our name(s) in accordance with the instructions given above, subject to the terms and conditions set out in the Circular.
本人/吾等為下款簽署人及上述股東，茲通知本人/吾等按照上述指示並遵照通函所載之條款及條件，就登記在本人/吾等名下全部或部份股份選擇以以代息股份代替現金收取末期股息。

SIGNED (signature(s) must match the records maintained by the Company's branch registrar in Hong Kong)
簽署(必須與本公司香港股份過戶登記分處存置之記錄相符)

(1) (2) (3) (4)

Daytime telephone number (if any) 日間電話號碼(如有): DATE 日期: 2012
In the case of joint holders, all must sign.
如屬聯名持有人，所有持有人均須簽署。

THIS ELECTION FORM IS FOR THE USE ONLY BY THE SHAREHOLDER(S) WHOSE NAME(S) IS/ARE PRINTED IN BOX A. THE RIGHT TO SCRIP DIVIDEND SHARES INSTEAD OF THE WHOLE OF PART OF CASH DIVIDENDS IS NON-TRANSFERABLE. IF YOU ARE NOT ELIGIBLE TO ELECT SCRIP DIVIDEND SHARES INSTEAD OF CASH DIVIDENDS, YOU SHOULD NOT COMPLETE THIS ELECTION FORM AND, IF YOU DO SO, THE ELECTION FORM WILL BE VOIDED AND HAVE NO EFFECT. NO ACKNOWLEDGEMENT OF RECEIPT OF THIS ELECTION FORM WILL BE ISSUED.
本選擇表格僅供甲欄內所列名稱的股東使用。收取以代息股份代替全部或部份現金股息之權利不得轉讓。倘閣下不符合資格選擇以以代息股份代替現金股息，則不應填寫本選擇表格，即使填寫，本選擇表格將告作廢及無效。本公司對已交回的選擇表格將不會另發收據。

DEFINITIVE CERTIFICATES FOR SCRIP DIVIDEND SHARES WILL BE DESPATCHED BY ORDINARY MAIL TO THE RESPECTIVE SHAREHOLDERS CONCERNED AT THEIR OWN RISK TO THE ADDRESS STATED ABOVE ON OR ABOUT FRIDAY, 13 JULY 2012.
以代息股份的確實股票將於二零一二年七月十三日(星期五)或前後按上述地址以普通郵遞郵寄予各有關股東，郵誤風險由股東自行承擔。

WHERE APPLICABLE, IF THIS ELECTION FORM IS NOT COMPLETED CORRECTLY AND/OR NOT RECEIVED BY THE COMPANY'S BRANCH REGISTRAR IN HONG KONG BY 4:30 PM ON TUESDAY, 26 JUNE 2012, ALL OF THE FINAL DIVIDEND IN RESPECT OF YOUR SHAREHOLDING WILL BE PAID IN CASH ONLY. THE COMPANY'S DECISION IN ANY DISPUTE RELATING TO THE SCRIP DIVIDEND SCHEME SHALL BE CONCLUSIVE AND BINDING.
(如適用)倘本選擇表格未有正確填寫及/或本公司香港股份過戶登記分處在二零一二年六月二十六日(星期二)下午四時三十分前未能收到本選擇表格，則閣下所持股份獲派的末期股息將全數以現金支付。對任何有關以代息計劃的爭議，本公司的決定將具決定性及約束力。