



# CHINA PRECIOUS METAL RESOURCES HOLDINGS CO., LTD.

## 中國貴金屬資源控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1194)

### Form of proxy for use at the extraordinary general meeting (or at any adjournment thereof)

I/We<sup>1</sup>, \_\_\_\_\_

of \_\_\_\_\_

being the registered holder(s) of \_\_\_\_\_

shares<sup>2</sup> of HK\$0.125 each in the capital of China Precious Metal Resources Holdings Co., Ltd. (the "Company"), HEREBY APPOINT the

chairman of the extraordinary general meeting or<sup>3</sup> \_\_\_\_\_

of \_\_\_\_\_

as my/our proxy to act for me/us at the extraordinary general meeting (the "EGM") (or at any adjournment thereof) of the Company, to be held at Lecture Room B, Joint Professional Centre, Unit 1, G/F, The Center, 99 Queen's Road Central, Hong Kong on Monday, 19 September 2016 at 11:00 a.m., for the purpose of considering and, if thought fit, passing, with or without modification, the resolutions set out in the notice convening the EGM and at the EGM (or at any adjournment thereof) to vote for me/ us and in my/our name(s) in respect of such resolutions as hereinafter indicated and, if no such indication is given, as my/our proxy thinks fit. Capitalised terms defined in the circular of the Company dated 26 August 2016 shall have the same meanings when used herein unless otherwise specified.

	ORDINARY RESOLUTION	For <sup>4</sup>	Against <sup>4</sup>
1.	THAT subject to and conditional upon the Listing Committee of the Stock Exchange granting listing of and permission to deal in the Shares to be issued upon the exercise of options which may be granted under the Company's share option scheme adopted by the Company on 30 May 2014 (the "Existing Share Option Scheme"), the existing scheme mandate limit in respect of the granting of options to subscribe for Shares under the Existing Share Option Scheme be refreshed and renewed provided that the total number of Shares which may be allotted and issued pursuant to the grant or exercises of the options under the Existing Share Option Scheme (excluding options previously granted, outstanding, cancelled, lapsed or exercised under any share option scheme) shall not exceed 10 per cent. (10%) of the number of Shares in issue as at the date of passing this resolution (the "Refreshed Limit") and that the Directors be and are hereby authorized, subject to compliance with the Listing Rules and the terms of the Existing Share Option Scheme, to grant options under the Existing Share Option Scheme up to the Refreshed Limit and to exercise all the powers of the Company to allot, issue and deal with the Shares pursuant to the exercise of such options and to do such acts and execute such documents for or incidental to such purpose.		
	<b>SPECIAL RESOLUTION</b>		
1.	THAT subject to and conditional upon the issue of a certificate of incorporation on change of name by the Registrar of Companies in the Cayman Islands, the English name of the Company be changed from "China Precious Metal Resources Holdings Co., Ltd. 中國貴金屬資源控股有限公司" to "Munsun Capital Group Limited 麥盛資本集團有限公司" with effect from the date on which the certificate of incorporation on change of name is issued by the Registrar of Companies in the Cayman Islands, and that any one or more of the Directors or company secretary of the Company be and are hereby authorised to do all such acts, deeds and things and execute all documents as he/she/they consider necessary or expedient to give effect to such proposed change of Company name and to attend to any necessary registration and/or filing for and on behalf of the Company.		

Signature(s)<sup>5</sup>: \_\_\_\_\_

Date: \_\_\_\_\_

#### Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the number of Shares registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the Shares registered in your name(s).
- If any proxy other than the chairman of the EGM is preferred, strike out "the chairman of the extraordinary general meeting or" and insert the name and address of the proxy desired in the space provided. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, PLEASE INDICATE WITH A TICK IN THE RELEVANT BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTION, PLEASE INDICATE WITH A TICK IN THE RELEVANT BOX MARKED "AGAINST".** Failure to indicate which way you wish your votes to be cast will entitle your proxy to cast your votes at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on the resolution properly put to the EGM other than those referred to in the notice convening the EGM.
- This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be under its seal or under the hand of an officer, attorney or other person authorised to sign the same.
- In order to be valid, this form of proxy and (if required by the Board) the power of attorney or other authority (if any) under which it is signed, or a certified copy of such power or authority, shall be delivered to the Hong Kong branch share registrar of the Company, Computershare Hong Kong Investor Services Limited, at Rooms 1712-1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not less than 48 hours before the time appointed for holding the EGM or any adjourned meeting at which the person named in this form of proxy proposes to vote.
- In the case of joint holders of any Share, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose, seniority shall be determined by the order in which the names stand in the principal register and where applicable, any branch register of members of the Company to be maintained at such place within or outside the Cayman Islands as the Board shall determine from time to time in respect of the joint holding.
- The proxy need not be a member of the Company but must attend the EGM and any adjournment thereof in person to represent you.