



中國白銀集團  
CHINA SILVER GROUP

**CHINA SILVER GROUP LIMITED**

中國白銀集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 815)

**PROXY FORM**

**Form of proxy for use by shareholders at the extraordinary general meeting to be held at 35/F, Central Plaza, Regus Conference Center, 18 Harbour Road, Hong Kong on Friday, 15 December 2017 at 2:30 p.m.**

I/We (*note a*) \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of \_\_\_\_\_ (*note b*) shares (the “Shares”) of HK\$0.01 each in the capital of China Silver Group Limited (the “Company”) hereby appoint the chairman of the extraordinary general meeting (the “Meeting”) of the Company or \_\_\_\_\_  
of \_\_\_\_\_

to act as my/our proxy (*note c*) at the Meeting to be held at 35/F, Central Plaza, Regus Conference Center, 18 Harbour Road, Hong Kong on Friday, 15 December 2017 at 2:30 p.m. (or any adjournment thereof) and to vote on my/our behalf as directed below.

Please make a mark (✓) in the appropriate box to indicate how you wish your vote(s) to be cast on a poll.

ORDINARY RESOLUTION ( <i>note j</i> )		FOR ( <i>note d</i> )	AGAINST ( <i>note d</i> )
1.	(a) To approve the Proposed Spin-Off (as defined in the circular of the Company dated 28 November 2017 (the “Circular”)) and all relevant documents or agreements in connection therewith or contemplated thereunder.		
	(b) To authorise the board of directors of the Company to implement the Proposed Spin-Off including, without limitation, the Distribution (as defined in the Circular) and all incidental matters and to take all actions in connection therewith or arising therefrom relating to the Proposed Spin-Off as they shall think fit.		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2017.

Signature(s) \_\_\_\_\_ (*notes e to j*)

*Notes:*

- Full name(s) and address(es) are to be inserted in **BLOCK CAPITAL LETTERS**. The names of all joint registered holders should be stated.
- Please insert the number of Shares registered in your name(s) to which the proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the Shares in the share capital of the Company registered in your name(s).
- A proxy need not be a member of the Company. If you wish to appoint some person other than the chairman of the Meeting as your proxy, please delete the words “the chairman of the extraordinary general meeting (the “Meeting”) of the Company or” and insert the name and address of the person appointed in the space provided. A member of the Company entitled to attend and vote at the Meeting is entitled to appoint in written form one or, if he is the holder of two or more Shares, more proxies to attend and vote instead of him.
- If you wish to vote for the resolution set out above, please tick (“✓”) the box marked “For”. If you wish to vote against the resolution, please tick (“/”) the box marked “Against”. If the form returned is duly signed but without specific direction on the resolution, the proxy will vote or abstain at his/her discretion in respect of the resolution. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than those referred to in the notice convening the Meeting.
- In the case of joint holders of Shares, any one of such joint holders may vote, either in person or by proxy, in respect of such Share as if he/she were solely entitled thereto, but if more than one of such joint holders are present at the Meeting personally or by proxy, then one of the said persons so present whose name stands first on the register in respect of such share shall alone be entitled to vote in respect thereof.
- The instrument appointing a proxy shall be in writing under the hand of the appointor or of his/her attorney duly authorised in writing, or if the appointor is a corporation, either under seal or under the hand of an officer or attorney duly authorised.
- In order to be valid, the form of proxy must be in writing under the hand of the appointor or of his/her attorney duly authorised in writing, or if the appointor is a corporation, either under seal, or under the hand of an officer or attorney duly authorised, and must be deposited with the Hong Kong share registrar of the Company, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong (together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy thereof) not less than 48 hours before the time fixed for holding of the Meeting or any adjournment thereof.
- Completion and delivery of an instrument appointing a proxy should not preclude a member from attending and voting in person at the Meeting or any adjournment thereof and in such event, the instrument appointing a proxy shall be deemed to be revoked.
- Any alteration made to this form should be initialled by the person(s) who sign(s) the form.
- For the full text of the proposed resolution, please refer to the notice of Meeting set out in the Company’s circular dated 28 November 2017.