



MMG LIMITED

五礦資源有限公司

(Incorporated in Hong Kong with limited liability)

(HKEX STOCK CODE: 1208)

(ASX STOCK CODE: MMG)

FORM OF PROXY
FOR USE AT THE ANNUAL GENERAL MEETING (MEETING)
(OR ANY ADJOURNMENT THEREOF)

This Hong Kong proxy form is to be used solely by the Company's shareholders whose shares are registered with the share registrar of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited. In respect of the holders of Chess Depository Interests (CDI(s)) whose CDIs are registered with the share register of the Company in Australia, please complete the CDI Voting Instruction Form distributed by the share registrar of the Company in Australia, Computershare Investor Services Pty Limited.

I/We (Note 1) _____

of _____

being the registered holder(s) of (Note 2) _____ shares of MMG Limited (Company), HEREBY APPOINT (Note 3)

the Chairman of the Meeting of the Company or (Note 4) _____

of _____

as my/our proxy to attend and act for me/us at the Meeting of the Company (or any adjournment thereof) to be held at Studio 1, 7/F, W Hong Kong Hotel, 1 Austin Road West, Kowloon, Hong Kong on Thursday, 23 May 2019 at 10:30 a.m. for the purpose of considering and, if thought fit, passing the resolutions as set out in the notice convening the Meeting and at such Meeting (or any adjournment thereof) to vote on my/our behalf as indicated below, and if no such indication is given, as my/our proxy thinks fit.

Please indicate with a "✓" in the box provided how you wish the proxy to vote on your behalf (Note 5).

Table with 4 columns: Ordinary Resolutions, FOR, AGAINST, ABSTAIN. Contains 7 rows of resolutions for voting.

Signature (Note 6) _____

Date: _____ 2019

Notes:

- 1. Full name(s) and address(es) to be inserted in BLOCK CAPITALS.
2. Please insert the number of shares registered in your name(s) to which this form of proxy relates.
3. If any proxy other than the Chairman of the Meeting is preferred, strike out the words "the Chairman of the Meeting of the Company or" and insert the name and address of the proxy desired in the space provided.
4. A shareholder of the Company entitled to attend and vote at the Meeting is entitled to appoint one or more proxies to attend and vote on his/her behalf.
5. IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK IN THE APPROPRIATE BOX MARKED "FOR".
6. This form of proxy must be signed by the shareholder(s) or his/her/their attorney duly authorised in writing or, in the case of a corporation, must either be executed under seal or under the hand of an officer or attorney or other person duly authorised.
7. In order to be valid, this form of proxy, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or authority, must be deposited with the share registrar of the Company in Hong Kong.
8. Where there are joint holders of any share, any one of such joint holders may vote at the Meeting or any adjournment thereof, either personally or by proxy.
9. Completion and return of this form of proxy will not preclude you from attending and voting in person at the Meeting or any adjournment thereof and, in such event, this form of proxy shall be deemed to have been revoked.