



XINGFA ALUMINIUM HOLDINGS LIMITED

興發鋁業控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock code: 98)

FORM OF PROXY FOR USE BY SHAREHOLDERS AT THE EXTRAORDINARY GENERAL MEETING TO BE HELD AT NO. 23, RENHE ROAD, NANZHUANG TOWN, CHANCHENG DISTRICT, FOSHAN CITY, GUANGDONG PROVINCE, THE PEOPLE'S REPUBLIC OF CHINA AT 12:00 NOON ON THURSDAY, 31 MAY 2012.

I/We ^(note a) _____
of _____
being the registered holder(s) of _____ ^(note b) shares of HK\$0.01 each of XINGFA ALUMINIUM HOLDINGS LIMITED ("Company"), HEREBY APPOINT THE CHAIRMAN OF THE MEETING or _____
of _____
to act as my/our proxy ^(note c) at the extraordinary general meeting ("Meeting") of the Company to be held at No. 23, Renhe Road, Nanzhuang Town, Chancheng District, Foshan City, Guangdong Province, the People's Republic of China at 12:00 noon on Thursday, 31 May 2012 and at any adjournment thereof for the purpose of considering and, if thought fit, vote for me/us and in my/our name(s) in respect of such resolutions as hereunder indicated ^(note d), and, if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTIONS		FOR	AGAINST
1	To confirm, ratify and approve the continuing connected transactions for Year 2011		
2	To approve the master supply agreement dated 29 March 2012, the continuing connected transactions contemplated thereunder and the new annual caps		

Dated this _____ day of _____, 2012.

Shareholder's signature _____ ^(notes e, f, g, h and i)

Notes:

- Full name(s) and address(es) are to be inserted in **BLOCK CAPITALS**. The names of all joint registered holders should be stated.
- 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 in the capital of the Company registered in your name(s).
- A member entitled to attend and vote at the Meeting is entitled to appoint one or more than one proxy to attend and, subject to the provisions of the articles of association of the Company, vote in his/her stead. 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 MEETING or" and insert the name and address of the person appointed as proxy in the space provided.
- If the form returned is duly signed but without specific direction on any of the proposed resolutions, the proxy will vote or abstain at his/her discretion in respect of such resolution. A proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Meeting other than those set out in the notice convening the Meeting.
- In the case of a joint holding, this form of proxy may be signed by any joint holder, but if more than one of such joint holders is present at the Meeting, whether in person or by proxy, that one of the said persons so present whose name stands first on the register of members in respect of such share shall alone be entitled to vote in respect thereof.
- The form of proxy must be signed by a shareholder, or by his attorney duly authorised in writing, or if the shareholder is a corporation, either under seal or under the hand of an officer or attorney duly authorized.
- 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 that power or authority must be deposited at the offices of the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time of the Meeting or any adjourned Meeting.
- Any alteration made to this form should be initialled by the person who signed the form.
- Completion and return of this form will not preclude you from attending and voting in person at the Meeting or any adjourned Meeting if you so wish. If you attend and vote at the Meeting, the authority of your proxy will be revoked.