



SIBERIAN MINING GROUP COMPANY LIMITED

西伯利亞礦業集團有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1142)

FORM OF PROXY

Form of proxy for use by shareholders at the extraordinary general meeting (the “Meeting”) of Siberian Mining Group Company Limited (the “Company”) to be held at 3:00 p.m. on Monday, 14 May 2012 at The Jasmine Room of Ramada Hong Kong Hotel at 3rd Floor, 308 Des Voeux Road West, Hong Kong and at any adjournment thereof.

I/We ^(note a), _____
of _____,
being the holder(s) of _____ ^(note b) share(s) of HK\$0.2 each in the Company,
hereby appoint the Chairman of the Meeting or _____
of _____
to act as my/our proxy ^(note c) at the Meeting to be held at 3:00 p.m. on Monday, 14 May 2012 at The Jasmine Room of Ramada Hong Kong Hotel at 3rd Floor, 308 Des Voeux Road West, Hong Kong and at 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 ^(note d).

Ordinary Resolutions ^(note i)		For	Against
1.	(A) To approve the Income Plus Subscription Agreement and the transactions contemplated thereunder, including but not limited to, the allotment and issue of the new Shares thereunder		
	(B) To approve the Master Impact Subscription Agreement and the transactions contemplated thereunder, including but not limited to, the allotment and issue of the new Shares thereunder		
	(C) To approve the Skyline Subscription Agreement and the transactions contemplated thereunder, including but not limited to, the allotment and issue of the new Shares thereunder		
2.	To approve the Placing Agreement and the transactions contemplated thereunder, including but not limited to, the allotment and issue of the Conversion Shares thereunder		

Dated the _____ day of _____ 2012

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

Notes:

- Please insert full name(s) and address(es) in **BLOCK CAPITALS**.
- Please insert the number of shares of HK\$0.20 each 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 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 your proxy in the space provided.
- If you wish to vote for the resolution(s) set out above, please tick (“✓”) the box marked “For”. If you wish to vote against the resolution(s), please tick (“✓”) the box marked “Against”. If this form returned is duly signed but without specific direction on the proposed resolution(s), the proxy will vote or abstain at his discretion in respect of the resolution(s). A proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than those set out in the notice convening the Meeting.
- In the case of joint holders of shares, this form of proxy may be signed by any joint holder, but if more than one joint holder are present at the Meeting, whether in person or by proxy, that one of such joint holders whose name stands first on the register of members in respect of the relevant joint holding shall alone be entitled to vote in respect thereof.
- The form of proxy must be signed by a shareholder, or his attorney duly authorised in writing, or if the shareholder is a corporation, either under its Common Seal or under the hand of an officer or attorney so authorised.
- To be valid, this form of proxy together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power of attorney or authority must be deposited with the Company's branch share registrar in Hong Kong, Tricor Tengis Limited, at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong no less than 48 hours before the time appointed for holding the Meeting or any adjournment thereof.
- Any alteration made to this form should be initialled by the person who signs the form.
- The description of the resolution(s) is by way of summary only. Please refer to the notice of the Meeting for the definitions of the capitalised terms and full text of the resolution(s).

* For identification purpose only