

# GINDALBIE METALS LIMITED

## Appointment of proxy

All Registry communication to:  
**Advanced Share Registry Ltd**

150 Stirling Highway  
Nedlands WA 6009  
PO Box 1156  
Nedlands WA 6909

Telephone: (08) 9389 8033  
Facsimile: (08) 9389 7871

Website: [www.advancedshare.com.au](http://www.advancedshare.com.au)  
[www.gindalbie.com.au](http://www.gindalbie.com.au)



**Gindalbie Metals is going green.**  
You can now vote online at [www.advancedshare.com.au](http://www.advancedshare.com.au)

I/We being a member(s) of Gindalbie Metals Limited ABN 24 060 857 614 and entitled to attend and vote hereby appoint.

A the Chairman of the Meeting (mark box)

OR if you are NOT appointing the Chairman of the Meeting as your proxy, please write the name of the person or body corporate (excluding the registered security holder) you are appointing as your proxy

Or failing the person so named or, if no person is named, the Chair of the General Meeting, or the Chair's nominee, to vote in accordance with the following directions, or, if no directions have been given, and subject to the relevant laws as the proxy sees fit, at the General Meeting to be held at Perth Convention & Exhibition Centre, 21 Mounts Bay Road, Perth, Western Australia on Friday 22 November 2013 at 10:00am or any adjournment thereof (the "Meeting").

If you have not appointed the Chairman of the Meeting as your proxy and you are appointing a second proxy please complete the following: Proxy 1 is appointed to represent \_\_\_\_\_% of my voting right and Proxy 2 is appointed to represent \_\_\_\_\_% of my total votes. My total voting right is \_\_\_\_\_ shares.

⚠ PLEASE NOTE: If the appointment does not specify the proportion or number of votes that the proxy may exercise, each proxy may exercise half the votes.

With respect to any amendment or variations to the matters identified in the Notice of Meeting and any other matters which may properly come before the Meeting, I/we confer discretionary authority on the person voting on behalf of me/us to vote as that person sees fit. At the time of printing this Form of Proxy, management knows of no such amendment, variation or other matter.

### Voting on Business of the General Meeting

- |   | FOR                      | AGAINST                  | ABSTAIN                  |
|---|--------------------------|--------------------------|--------------------------|
| 1. To approve the Remuneration Report for the year ended 30 June 2013   | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 2. That Mr Keith Jones, who was appointed to the Board since the last Annual General Meeting of the Company to fill a casual vacancy and who retires in accordance with clause 13.5 of the Company's Constitution and, being eligible, offers himself for election, be elected as a Director of the Company | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 3. That Mr Tang Fuping, who was appointed to the Board since the last Annual General Meeting of the Company to fill a casual vacancy and who retires in accordance with clause 13.5 of the Company's Constitution and, being eligible, offers himself for election, be elected as a Director of the Company | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

**Please note:** If you mark the abstain box for a particular Resolution, you are directing your proxy not to vote on that Resolution on a show of hands or on a poll and your votes will not to be counted in computing the required majority on a poll.

If two proxies are being appointed, the proportion of voting rights this proxy represents is \_\_\_\_\_%

**Signature of Member(s):**

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

**Individual or Member 1**

**Sole Director/Company Secretary**

**Member 2**

**Director**

**Member 3**

**Director/Company Secretary**

Contact Name: \_\_\_\_\_

Contact Ph (daytime): \_\_\_\_\_

**SAMPLE ONLY DO NOT USE FOR VOTING**

## GINDALBIE METALS LIMITED

ABN 24 060 857 614

### Instructions for Completing 'Appointment of Proxy' Form

1. **(Appointing a Proxy):** A member entitled to attend and vote at a General Meeting is entitled to appoint not more than two proxies to attend and vote on a poll on their behalf. The appointment of a second proxy must be done on a separate copy of the Proxy Form. A member who is entitled to cast 2 or more votes may appoint 2 proxies and may specify the proportion or number of votes each proxy is appointed to exercise. If the member appoints 2 proxies and the appointment does not specify the proportion or number of the member's votes, each proxy may exercise one-half of the votes. A duly appointed proxy need not be a member of the Company.
2. **(Direction to Vote):** A member may direct a proxy how to vote by marking one of the boxes opposite each item of business. Where a box is not marked the proxy may vote as they choose. Where more than one box is marked on an item the vote will be invalid on that item.
3. **(Signing Instructions):**
  - **(Individual):** Where the holding is in one name, the member must sign.
  - **(Joint Holding):** Where the holding is in more than one name, all of the members should sign.
  - **(Power of Attorney):** If you have not already provided the Power of Attorney with the registry, please attach a certified photocopy of the Power of Attorney to this form when you return it.
  - **(Companies):** Where the company has a sole director who is also the sole company secretary, that person must sign. Where the company (pursuant to Section 204A of the Corporations Act) does not have a company secretary, a sole director can also sign alone. Otherwise, a director jointly with either another director or a company secretary must sign. Please sign in the appropriate place to indicate the office held.
4. **(Attending the Meeting):** Completion of a Proxy Form will not prevent individual members from attending the General Meeting in person if they wish. Where a member completes and lodges a valid Proxy Form and attends the General Meeting in person, then the proxy's authority to speak and vote for that member is suspended while the member is present at the General Meeting.
5. **(Return of Proxy Form):** To vote by proxy, please complete and sign the enclosed Proxy Form and return to Advanced Share Registry Services by:
  - (a) **post to PO Box 1156, Nedlands WA 6909; or**
  - (b) **facsimile to the company registry on facsimile number +61 8 9389 7871; or**
  - (c) **email to the company registry at [admin@advancedshare.com.au](mailto:admin@advancedshare.com.au),**
  - (d) **you can vote online at [www.advancedshare.com.au](http://www.advancedshare.com.au),**

so that it is received not less than 48 hours prior to commencement of the Meeting.

**Proxy forms received later than this time will be invalid.**