

GINDALBIE METALS LTD
ABN 24 060 857 614
PROXY FORM

All correspondence to:
Advanced Share Registry Services
PO Box 1156
Nedlands 6909
Western Australia
Ph: +618 9389 8033
Fax: +618 9389 7871
www.advancedshare.com.au

Insert Name & Address of Shareholder

being a shareholder(s) of GINDALBIE METALS LTD hereby appoints

the Chairman of the Meeting (mark with an X) OR

Write here the name of the person you are appointing if this person is someone other than the Chairman of the Meeting.

or failing that, the Chairman of the Meeting as my/our proxy to vote for me/us and on my/our behalf at the General Meeting of Gindalbie to be held at the Stirling Room, Parmelia Hilton, 14 Mill Street at 10:00 am (Perth time) on Wednesday, 4 February 2009 and at any adjournment thereof.

If appointing two proxies, please show proportion of voting rights attaching to this proxy: _____%

If you wish to direct your proxy how to vote on the proposed Resolution, please indicate the manner in which your proxy is to vote by ticking the appropriate column below, otherwise your proxy may vote as he or she thinks fit.

If you do not wish to direct your proxy how to vote, please place a mark in this box. By marking this box you acknowledge that the Chairman of the Meeting may exercise your proxy even if he has an interest in the outcome of the Resolution and votes cast by him, other than as proxy holder, would be disregarded because of that interest. If you do not mark this box, and you have not directed your proxy how to vote, the Chairman will not cast your votes on the Resolution and your votes will not be counted in calculating the required majority if a poll is called on the Resolution. The Chairman of the Meeting intends to vote undirected proxies in favour of all Resolutions.

FOR AGAINST ABSTAIN

Resolution – Issue of shares to Angang Group Hong Kong (Holdings) Limited or its nominee

PLEASE SIGN HERE This section *must* be signed in accordance with the instructions overleaf to enable your directions to be implemented

Individual or Security Holder 1

Sole Director and
Sole Company Secretary

Security Holder 2

Director

Security Holder 3

Director/Company Secretary

Contact Name

Contact Daytime Telephone or
Email

____/____/____
Date

Proxy Instructions

Generally

A Shareholder entitled to attend and vote at the General Meeting convened by the Notice is entitled to appoint not more than 2 proxies to vote on the Shareholder's behalf. A proxy need not be a Shareholder. The proxy appointment may be a standing appointment for all general meetings until it is revoked. Additional proxy forms are available from Advanced Share Registry.

If a representative of a company security holder or proxy is to attend the meeting the appropriate "Certificate of Appointment of Corporate Representative" must be produced prior to admission. A form of the certificate may be obtained from Gindalbie's share registry by calling +61 8 9389 8033.

Appointing Two Proxies

A Shareholder entitled to cast 2 or more votes may appoint 2 proxies. Where 2 proxies are appointed, if the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise one half of your votes. Fractions of votes will be disregarded.

Signing Instructions

Individuals: The Shareholder must sign personally. If the holding is in more than one name, all of the Shareholders must sign.

Company: Must be signed by the company in accordance with its constitution.

The form provides for a body corporate to sign by affixing a common seal to be witnessed by 2 directors or a director and secretary. If the company's constitution permits or requires the company to sign by other means the signing provision should be altered by the company to correctly specify the permitted method of signing for example, a common seal witnessed by a sole director or signing by 2 directors or a sole director with no common seal required.

Power of Attorney: The attorney must sign and a certified copy of the power of attorney must be deposited at Advanced Share Registry or Gindalbie for inspection and return, when the proxy is lodged.

Lodgement of a Proxy

Proxy forms (and the certified copy of the power of attorney, if any, under which the proxy form is signed) must be received at the offices of Advanced Share Registry or Gindalbie by no later than 10.00 am (Perth time), 2 February 2009.

Documents may be lodged:

IN PERSON	Share Registry – Advanced Share Registry, 150 Stirling Highway Nedlands WA 6009, Australia Registered Office – Gindalbie Metals Ltd, Level 9 London House, 216 St George's Terrace, Perth WA 6000, Australia
BY MAIL	Share Registry - Advanced Share Registry, PO Box 1156, Nedlands WA 6909, Australia
BY FAX	+61 8 9389 7871

Your Address

This is your address as it appears on Gindalbie's share register. If this information is incorrect, please make the correction on the form. Security holders sponsored by a broker (in which case your reference number overleaf will commence with an "X") should advise your broker of any changes. You cannot change ownership of your Shares using this form.