

LIONGOLD CORP LTD
(Incorporated in Bermuda on 23 June 2004)
(Company Registration No: 35500)

SPECIAL GENERAL MEETING - DEPOSITOR PROXY FORM

IMPORTANT

1. In respect of the Special General Meeting of the Company to be held on Wednesday, 30 September 2020 at 2 p.m. (and any adjournment thereof) (the “SGM”), by way of electronic means pursuant to the Additional Guidance on the Conduct of General Meetings During Elevated Safe Distancing Period and checklist jointly issued by the Accounting and Corporate Regulatory Authority, the Monetary Authority of Singapore and Singapore Exchange Regulation on 13 April 2020, which is based on the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (as amended).
2. Alternative arrangements relating to attendance at the SGM via electronic means (including arrangements by which the meeting can be electronically accessed via “live” audio-and-video webcast or “live” audio-only stream), submission of questions to the Chairman in advance of the SGM, addressing of substantial and relevant questions at SGM and voting by appointing the Chairman as proxy at the SGM, are set out in the Notice of SGM.
3. **Due to the current COVID-19 restriction orders in Singapore, a Depositor will not be able to attend the SGM in person. A Depositor will also not be able to vote online on the resolutions to be tabled for approval at the SGM. A Depositor (whether individual or corporate) must complete this Depositor Proxy Form to effect the appointment by CDP of the Chairman as his/her/its proxy to attend, speak and vote on his/her/its behalf at the SGM in respect of the Depositor(s) Shares. In effecting the appointment by CDP of the Chairman as proxy, a Depositor must give specific instructions as to voting, or abstentions from voting, in the proxy form, failing which the appointment will be treated as invalid.**
4. This proxy form is not valid for use by investors holding shares in the Company through relevant intermediaries (as defined in Section 181 of the Companies Act (Chapter 50 of Singapore)) (“Investors”) (including investors holding through Central Provident Fund (“CPF”) and Supplementary Retirement Scheme (“SRS”) (“CPF/SRS investors”)) and shall be ineffective for all intents and purposes if used or purported to be used by them. An Investor who wishes to vote should instead approach his/her relevant intermediary as soon as possible to specify voting instructions. A CPF/SRS investor who wishes to vote should approach his/her CPF Agent Bank or SRS Operator at least 7 working days before the date of the SGM to submit his/her vote.
5. **Please read the notes overleaf which contain instructions on, inter alia, the appointment of the Chairman as a Depositor’s proxy to attend, speak and vote on his/her/its behalf at the SGM.**

In the event the Company receives this Depositor Proxy Form which is:-

- (i) duly completed and signed/executed by the person whose name and particulars are set out in Part I below (“**Depositor(s)**”); in respect of such number of shares (the “**Depositor(s) Shares**”) set out against his/her/its name in the Depository Register maintained by the Central Depository (Pte) Limited (“**CDP**”) as at 28 September 2020 (the “**Cut Off Date**”) and
- (ii) submitted by the requisite time and date, and to the requisite office as indicated below,

I.

We, CDP, being a member of **LIONGOLD CORP LTD** (the “**Company**”), hereby appoint the Chairman of the SGM (the “**Chairman**”) as our proxy to attend, speak and vote for us on our behalf at the SGM of the Company to be held by electronic means on Wednesday, 30 September 2020 at 2 p.m. and at any adjournment thereof. The Chairman is hereby directed to vote for or against, or abstain from voting on, the resolutions to be proposed at the SGM as indicated hereunder (the “**Resolutions**”). We further authorise and direct the Company to accept this Depositor Proxy Form(s) in respect of the Depositor(s) Shares.

II.

Resolution relating to:	For*	Against*	Abstain*
Resolution 1 (Ordinary Resolution) The Proposed Re-domiciliation of the Company from Bermuda to Singapore			
Resolution 2 (Special Resolution) The Proposed Adoption of the New Constitution			
Resolution 3 (Special Resolution) The Proposed Change of Name of the Company from LionGold Corp Ltd to Shen Yao Holdings Limited			
Resolution 4 (Ordinary Resolution) The Proposed Diversification			

* If you wish to vote “For” or “Against”, or abstain from voting, in respect of all your votes for each Resolution, please indicate with a “✓” within the box provided. Otherwise, please indicate the number of votes that you wish to vote “For” or “Against”, and/or abstain from voting, for each Resolution. In the absence of specific directions, the appointment of the Chairman as your proxy will be treated as invalid.

Dated this _____ day of September 2020

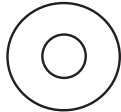
III.

The Central Depository (Pte) Limited



Signature of Director

IV.

TO BE COMPLETED BY DEPOSITOR(S) IF HE/SHE/IT WISHES TO NOMINATE A PROXY/PROXIES UNDER PART II			
For Individuals:	For Corporations:		
<div style="border-top: 1px solid black; width: 100%;"></div> <p style="text-align: center; margin: 0;">Signature of Direct Account Holder</p>	<div style="border-top: 1px solid black; width: 100%;"></div> <p style="text-align: center; margin: 0;">Signature of Director</p>	<div style="border-top: 1px solid black; width: 100%;"></div> <p style="text-align: center; margin: 0;">Signature of Director/Secretary</p>	<div style="text-align: center;">  <div style="border-top: 1px solid black; width: 100%;"></div> <p style="text-align: center; margin: 0;">Common Seal</p> </div>

IMPORTANT: PLEASE READ NOTES OVERLEAF

IMPORTANT : PLEASE READ NOTES BELOW

Notes :

Part I **Due to the current COVID-19 restriction orders in Singapore, a Depositor will not be able to attend the SGM in person. A Depositor will also not be able to vote online on the resolutions to be tabled for approval at the SGM. A Depositor (whether individual or corporate) must complete this proxy form to effect the appointment by CDP of the Chairman as his/her/its proxy to attend, speak and vote on his/her/its behalf at the SGM if such Depositor wishes to exercise his/her/its voting rights at the SGM.**

Where a Depositor (whether individual or corporate) appoints the Chairman as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstentions from voting, in respect of each of the resolutions in the proxy form, failing which the appointment of the Chairman as proxy for that resolution will be treated as invalid.

Part II **IMPORTANT: PLEASE INDICATE WITH A “✓” IN THE APPROPRIATE BOX AGAINST EACH RESOLUTION HOW YOU WISH THE CHAIRMAN TO VOTE.** If this proxy form is deposited without any indication as to how the Chairman shall vote, the appointment of the Chairman as proxy for that resolution will be treated as invalid.

Part IV 1) This proxy form must be submitted with the Company in the following manner:

- a) by depositing a physical copy at the registered office of the Company’s Singapore Share Transfer Agent, B.A.C.S. Private Limited, at 8 Robinson Road, #03-00 ASO Building, Singapore 048544; or
- b) by sending a scanned PDF copy by email to main@zicoholdings.com,

in either case, not less than 48 hours before the time appointed for holding the SGM.

A Depositor who wishes to submit the proxy form must complete and sign the proxy form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above.

In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for Depositors to submit completed proxy forms by post, Depositors are strongly encouraged to submit completed proxy forms electronically via email.

2) If a Depositor(s) wishes to effect the appointment by CDP of the Chairman as his/her/its proxy, this Depositor Proxy Form must be signed by the Depositor(s) or his/her/its attorney duly authorised in writing. In the case of joint Depositors, all joint Depositors must sign this Depositor Proxy Form. If the Depositor(s) is a corporation, this Depositor Proxy Form must be executed under its seal or under the hand of an officer, attorney or other person duly authorised in writing. **The power of attorney appointing the attorney or other authority, if any, under which this Depositor Proxy Form is signed, or a certified copy thereof must be attached to this Depositor Proxy Form.**

GENERAL

The Company shall be entitled to reject any Depositor Proxy Form, which is incomplete, improperly completed or illegible or where the true intentions of the Depositor(s) are not ascertainable from the instructions of the Depositor(s) specified on any Depositor Proxy Form. It is the Depositor(s)’ responsibility to ensure that this Depositor Proxy Form is properly completed. Any decision to reject this Depositor Proxy Form on the grounds that it is incomplete, improperly completed or illegible will be final and binding and neither the Company, CDP nor B.A.C.S. Private Limited accepts any responsibility for the consequences of such a decision.

Personal data privacy:

By submitting the proxy form effecting the appointment by CDP of the Chairman to attend, speak and vote at the SGM and/or any adjournment thereof, a Depositor of the Company consents to the collection, use and disclosure of the Depositor’s personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of the appointment of the Chairman as proxy for the SGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the SGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, governmental or regulatory requirements, or guidelines or notices issued by any applicable governmental or regulatory authorities of any relevant jurisdiction, and/or complying with the Company’s internal policies.