

PROXY FORM

To be completed if you are not attending the Meeting and wish to vote. Please see instructions on the next page for completion.

Orient Resource Holdings Limited

A.C.N. 077 398 826

Return Proxy Form(s) To:
The Secretary
ORH Limited
PO Box H69
Australia Square
SYDNEY NSW 1215

I/We.....
(PLEASE PRINT NAME)

Of.....
(ADDRESS)

being a member/members of Orient Resource Holdings Limited and entitled to attend and vote

A Appoint
(PLEASE PRINT NAME)

or failing the person so named (or if no person is named) the **Chairman of the Meeting** as my/our proxy to act generally at the Meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, as the proxy or the Chairman sees fit) at the Meeting of members of Orient Resource Holdings Limited to be held at PKF Accountants, Level 10, 1 Margaret Street, Sydney on Tuesday 21 November 2006 commencing at 10.00am and at any adjournment of that Meeting.

IMPORTANT FOR RESOLUTIONS 3 TO 6: If the Chairman of the Meeting is your nominated proxy, or may be appointed by default, and you do not wish to direct, your proxy how to vote, please mark this box:

By marking this box, when you have not directed your proxy how to vote below, you acknowledge that the Chairman of the Meeting (whether nominated or by default), acting as your proxy, may exercise your undirected proxy votes even if he has an interest in the outcome of each resolution which carries a voting exclusion, and that votes cast by him, other than as a proxy holder, will be disregarded because of those interests. If you direct your proxy how to vote, it is not necessary to mark this box. If you do not mark this box, and you have not directed your proxy how to vote, the Chairman of the Meeting will not cast your votes on Resolutions 3 to 6 and your votes will not be counted in computing the required majority if a poll is called on these Resolutions.

Please note that the Chairman of the Meeting intends to vote undirected proxies in favour of each Resolution. Accordingly, if this is not your preference, please mark the appropriate box.

B Ordinary Business

Should you desire to direct your proxy how to vote on any resolution you should place a mark (X) in the appropriate box against each item below or insert the proportion of your votes to be cast.

| | For | Against | Abstain |
|---|--------------------------|--------------------------|--------------------------|
| Resolution 1: Adoption of Directors' Remuneration Report | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Resolution 2: Re- Election of Director | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Resolution 3: Approval of Increase in Cash Remuneration of Non-Executive Directors | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Resolution 4: Approval of Prior Issue of Securities | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Resolution 5: Placement Facility: Approval of Issue of Shares and Options | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Resolution 6: Approval of Issue of Performance Options to Transocean Securities Pty Limited and Cardona Capital Pty Ltd | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

C Special Business

Resolution 7: Approval for Change of Name

D If Appointing a Second Proxy

State here the percentage of your voting rights

OR

Or

The number of shares applicable to this form

Number

E Insert your daytime telephone number

(STD)

F Signature(s)

.....

Date:

.....

Date:

This Proxy Form should be signed by the shareholder. If a joint holding, all shareholders must sign. If signed by the shareholder's attorney, the power of attorney must have been previously noted by the registry or a certified copy attached to this Proxy Form. If executed by a company, this Proxy Form must be executed in accordance with the securityholder's constitution and the *Corporations Act*.

Signatures if Corporate Shareholder (See Note F)
Executed in accordance with section 127 of the *Corporations Act*

| | | |
|-----------|---------------------------------------|---------------------------------|
| 1. | Signature of Director / Sole Director | |
| | <i>Print name:</i> | <i>Date:</i> |
| OR | | |
| 2. | Signature of Director | Signature of Director/Secretary |
| | <i>Print name:</i> | <i>Print name:</i> |
| | <i>Date:</i> | <i>Date:</i> |

Note: For your proxy to be entitled to vote your shares at the Meeting, the completed Proxy Form must be received by the Company not later than forty eight (48) hours prior to the start of the Meeting.

INSTRUCTION FOR COMPLETION OF PROXY FORM

Your vote is important. Please direct your proxy how to vote. For your proxy to be entitled to vote your shares at the Meeting, the completed Proxy Form must be received by the Company not later than forty eight (48) hours prior to the Meeting. Any proxy received after this deadline will be treated as invalid.

A. Appoints

Insert here the name of the person you wish to appoint as proxy. Members cannot appoint themselves. If you submit a Proxy Form which does not name a person to act as your proxy, the Chairman of the Meeting will act as your proxy and vote on your behalf.

B & C. Business

If you wish to direct your proxy how to vote on any item, place a mark in the appropriate box. If a mark is placed in a box, your total shareholding will be voted in that manner. You may, if you wish, split your voting direction by inserting the number of shares you wish to vote in the appropriate box. The vote will be invalid if a mark is made against more than one box for a particular item or if the total shareholding shown in "For", "Against" and "Abstain" boxes is more than your total shareholding on the share register.

D. If Appointing a Second Proxy

A member is entitled to appoint up to two persons (whether members or not) to attend the Meeting as proxies and vote. If you wish to appoint two proxies please photocopy your Proxy Form or obtain another Proxy Form by calling the Company Secretary on (02) 9326 1102. Both Proxy Forms should be completed with the nominated percentage of your voting rights or number of shares on each Proxy Form. If you do not specify the nominated percentage of your voting rights or number of shares, each of the proxies may exercise half of the votes. Please return these Proxy Forms together.

E. Insert your daytime telephone number

This is required in case we need to contact you.

F. Signature(s)

This Proxy Form must be signed by the member. If the member is an Australian corporation, this Form must be executed in accordance with section 127 of the *Corporations Act 2001* or by an attorney. If this Proxy Form is signed by a person who is not the registered shareholder then the relevant authority must either have been exhibited previously to the Company or be enclosed with this Proxy Form. The attorney or authorised officer hereby states that no written notice of revocation or power or authority has been received.

Further Important Information

Please return your completed Proxy Form to:

Orient Resource Holdings Limited

PO Box H69

Australia Square

SYDNEY NSW 1215

Fax: (02) 8252 7664

To be effective, the Proxy Form must be received by the Company at the above address not later than forty eight (48) hours prior to the Meeting.

If you require further information on how to complete the Proxy Form, telephone the Company on (02) 8252 7665.