

# **PROOF OF CLAIM AND RELEASE FORM**

## **A. GENERAL INSTRUCTIONS & INFORMATION**

1. You are urged to read carefully the accompanying Notice of Pendency and Settlement of Class Action (the “Notice”). All capitalized terms used herein shall have the same meaning as defined in the Notice.
2. To file a claim and recover under the Settlement of this Action, you must submit this Proof of Claim Form and Release (the “Proof of Claim”). However, such filing is not a guarantee that you will share in the proceeds of the Settlement in the Action.
3. **You must mail your completed and signed Proof Of Claim postmarked on or before February 4, 2015, addressed to the Settlement Administrator at:**

**Silvercorp Metals, Inc. Securities Litigation**

c/o Berdon Claims Administration LLC

P.O. Box 9014

Jericho, NY 11753-8914

Telephone: 800-766-3330

4. If you are a member of the Settlement Class and you do not timely request exclusion, you will be bound by the terms of any judgment entered in the Action.
5. If you are not a member of the Settlement Class, **do not** submit a Proof of Claim.
6. **If you need assistance filling out this Proof of Claim, please contact the Settlement Administrator.**

## **B. INSTRUCTIONS FOR FILLING OUT THE PROOF OF CLAIM FORM**

**Important additional information regarding the Settlement and this Proof of Claim is contained in the accompanying Notice. Please refer to the Plan of Allocation set forth in the accompanying Notice for a detailed explanation of how a Claimant’s Recognized Loss will be calculated.**

1. In order to be eligible to participate in the distribution of the Net Settlement Fund, a claimant (“Claimant”) must have purchased or otherwise acquired Silvercorp common stock on the New York Stock Exchange (“NYSE”) during the period between May 20, 2009 and September 13, 2011, inclusive (the “Settlement Class Period”). Shares of Silvercorp common stock purchased on the Toronto Stock Exchange (“TSE”) are not included in the Settlement.
2. The submission of a Proof of Claim does not ensure that your claim will be upheld or that you will share in any recovery. All claims are subject to verification and investigation. You may be requested to provide further information.
3. All claims must be made by persons or entities who were beneficial owners (as opposed to record holders or nominees) of shares of Silvercorp NYSE-listed common stock. (Brokerage firms, banks and other nominees are requested to transmit copies of the Notice and Proof of Claim to their present or former customers who were such beneficial owners.) If shares of Silvercorp NYSE-listed common stock were owned jointly, all joint owners must complete and sign the Proof of Claim.
4. Executors, administrators, guardians, conservators and trustees may complete and sign the Proof of Claim on behalf of persons or entities represented by them, but they must identify such persons or entities and provide proof of their authority (e.g., powers of attorney or currently effective letters testamentary or letters of administration) to do so.
5. You must file a separate Proof of Claim for each differently named account or ownership, such as an individual account, an IRA account, a joint account, or a custodial account, etc. Joint tenants, co-owners, or

custodians UGMA should file a single claim. Claimants who file one or more claims (e.g., one in Claimant's name and one for an IRA or joint ownership) must identify the other claims filed.

6. There will be no Recognized Loss attributed to any Silvercorp securities other than common stock purchased on the NYSE.

7. The date of purchase and/or sale of shares of Silvercorp common stock is the "trade" date and not the "settlement" date.

8. The first-in, first-out basis ("FIFO") will be applied to both purchases and sales.

9. Exercise of option contracts will be considered to be purchases or sales of common stock. Option premiums will be incorporated into the purchase/sale price of the common stock accordingly.

10. The date of covering a "short sale" is deemed to be the date of purchase of Silvercorp common stock; and the date of a "share sale" is deemed to be the date of sale of Silvercorp common stock. Shares originally sold short will have a Recognized Loss of zero.

11. No cash payment will be made on a claim where the potential distribution is less than ten U.S. dollars (USD\$10.00).

12. You must attach to your claim form copies of brokerage confirmations, monthly statements or other documentation of your transactions in Silvercorp NYSE-listed common stock in order for your claim to be valid. If such documents are not available, a complete list of acceptable supporting documentation can be found on the Settlement Administrator's website: [www.berdonclaims.com](http://www.berdonclaims.com) (click on "Cases" and then click on "Silvercorp Metals, Inc. Securities Litigation"). Failure to provide this documentation could delay verification of your claim or could result in rejection of your claim.

13. If your trading activity during the Class Period exceeds 50 transactions, you must provide all purchase and sale information required in the Schedule of Transactions in an electronic file. For a copy of instructions and the parameters concerning an electronic submission, contact the Settlement Administrator by phone: 800-766-3330; or via the website: [www.berdonclaims.com](http://www.berdonclaims.com).

14. If you have any questions or need additional Proofs of Claim, contact the Settlement Administrator via the information set forth in the preceding paragraph. You may make photocopies of this form.

**PROOF OF CLAIM**

*This Form must be received by the Settlement Administrator  
postmarked no later than February 4, 2015.*

**C. CLAIMANT IDENTIFICATION (Please Type or Print)**

Beneficial Owner's Name (as it appears on your brokerage statement)

Joint Beneficial Owner's Name (as it appears on your brokerage statement)

Street Address

City

State

Zip Code

Foreign Province Foreign Country

Social Security Number or Taxpayer Identification Number

Specify one of the following:

- Individual(s)     Corporation     UGMA Custodian     IRA     Partnership
- Estate     Trust     Other: \_\_\_\_\_

\_\_\_\_\_ (Day) \_\_\_\_\_ (Evening)  
 Area Code Telephone Number      Area Code Telephone Number

Facsimile Number

E-Mail Address

Record Owner's Name and Address (if different from beneficial owner listed above)

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**D. SCHEDULE OF TRANSACTIONS IN SILVERCORP COMMON STOCK**

1. State the total number of shares of Silvercorp NYSE-listed common stock owned at the close of trading on May 20, 2009, long or short (*if none, enter "0"; if other than zero, must be documented*):
2. Separately list each and every **purchase** of Silvercorp NYSE-listed common stock during the period May 20, 2009 **through** September 13, 2011, and provide the following information (*must be documented*):

<b>Purchase Date</b> <i>(list chronologically)</i> Month/Day/Year	<b>Number of Shares Purchased</b>	<b>Price Per Share</b> <i>(excluding commissions, taxes, and other fees)</i>	<b>Total Purchase Price</b> <i>(excluding commissions, taxes, and other fees)</i>
___/___/___		\$	\$
___/___/___		\$	\$
___/___/___		\$	\$
___/___/___		\$	\$

3. Separately list each and every **sale** of Silvercorp NYSE-listed common stock during the period May 20, 2009 **through** December 12, 2011, and provide the following information (*must be documented*):

<b>Sale Date</b> <i>(list chronologically)</i> Month/Day/Year	<b>Number of Shares Sold</b>	<b>Price Per Share</b> <i>(excluding commissions, taxes, and other fees)</i>	<b>Total Sale Price</b> <i>(excluding commissions, taxes, and other fees)</i>
___/___/___		\$	\$
___/___/___		\$	\$
___/___/___		\$	\$
___/___/___		\$	\$

4. State the total number of shares of Silvercorp NYSE-listed common stock owned at the close of trading on, September 13, 2011, long or short (*if none, enter "0"; if other than zero, must be documented*):

**If you need additional space, attach the required information on separate, numbered sheets in the same format as above and print your name and Social Security or Taxpayer Identification number at the top of each additional sheet.**

**YOU MUST ALSO READ THE RELEASE AND SIGN THE CERTIFICATION OR THE W-8 CERTIFICATION BELOW**



**E. SUBMISSION TO JURISDICTION OF THE COURT**

By submitting this Proof of Claim Form and Release, I/we, and every Class member I/we represent, submit to the jurisdiction of the United States District Court for the Southern District of New York for purposes of this Action and the Settlement of the Action, as reflected in the Stipulation of Settlement (the “Stipulation”). I/We further agree to be bound by the orders of the Court, agree that this Proof of Claim Form, my/our status or the status of the Class member I/we represent as a Claimant, and the allowable amount of this claim will be subject to review and further inquiry, and that I/we will furnish such additional documentation with respect to this Proof of Claim as may be required.

**F. RELEASE**

1. By signing this Proof of Claim Form and Release, and in consideration of the establishment of the Settlement Consideration, as of the effective date thereof, the undersigned claimant (“Claimant”), on behalf of Claimant and Claimant’s predecessors, successors, parents, subsidiaries, affiliates, custodians, agents, assigns, representatives, heirs, executors, trustees, and administrators, hereby releases and forever discharges Silvercorp, Feng, Tang, and Gao; all entities currently or formerly owned, affiliated with or controlled by Silvercorp during the Settlement Class Period; its parents, subsidiaries, divisions, and joint ventures during the Settlement Class Period; all current or former Silvercorp directors, officers and employees during the Settlement Class Period; and Defendants’ current or former agents, consultants, insurers, reinsurers, attorneys, consultants, accountants, auditors, successors, heirs, assigns, executors, personal representatives, and immediate families, or any trust of which Feng, Tang, or Gao is or was the settler or which is or was for their benefit or the benefit of their family member(s) (the “Released Parties”), from any and all claims, both known and Unknown Claims, alleged or which could have been alleged in the Action against the Defendants, or against any defendant previously named in the Action, or against any other of the Released Parties, arising from or in any way relating to the matters or occurrences that were alleged in the Action or relating to the purchase of Silvercorp common stock during the Settlement Class Period (except for claims to enforce the Settlement). With respect to any and all Released Claims, the Settling Parties stipulate and agree that, upon the Effective Date, Lead Plaintiffs shall expressly and each of the Class Members shall be deemed to have, and by operation of the Judgment shall have, expressly waived to the fullest extent permitted by law the provisions, rights, and benefits of California Civil Code §1542 or of any similar, comparable or equivalent law of any state or territory of the U.S. or principle of common law or foreign law. California Civil Code §1542 provides:

**A general release does not extend to claims which the creditor does not know or suspect to exist in his or her favor at the time of executing the release, which if known by him or her must have materially affected his or her settlement with the debtor.**

Lead Plaintiffs and Class Members may hereafter discover facts in addition to or different from those which they now know or believe to be true with respect to the subject matter of the Released Claims, but Lead Plaintiffs shall expressly, and each Class Member, upon the Effective Date, shall be deemed to have, and by operation of the Judgment shall have, fully, finally, and forever settled and released any and all Released Claims, known or unknown, suspected or unsuspected, contingent or non-contingent, whether or not concealed or hidden, which now exist, or heretofore have existed, upon any theory of law or equity now existing or coming into existence in the future, including, but not limited to, conduct that is negligent, intentional, with or without malice, or a breach of any duty, law, or rule, without regard to the subsequent discovery or existence of such different or additional facts. Lead Plaintiffs acknowledge, and the Class Members shall be deemed by operation of the Judgment to have acknowledged, that the foregoing waiver was separately bargained for and a key element of the Settlement of which this release is a part.

The releases set forth in the Stipulation of Settlement shall cover all claims both known and unknown, in the form mutually agreed upon by all Parties to the Stipulation of Settlement.

DETACH HERE



DETACH HERE

**G. REPRESENTATIONS**

I/We acknowledge that I/we have read the Notice of Proposed Settlement of Class, and that pursuant thereto I/we file this claim to participate in the Settlement.

I/We hereby warrant and represent that neither I/we, nor any person I/we represent, is a Defendant (as defined in the Notice) with respect to any of the claims asserted in the Litigation, a member of the immediate family of any of the Individual Defendants, anyone excluded from the Settlement Class as it is defined in the Stipulation, or a person or entity who has requested exclusion from the Class.

I/We hereby warrant and represent that I am/we are authorized to execute and deliver this Proof of Claim Form and Release.

**H. CERTIFICATION**

I/We certify that I am/we are not subject to backup withholding. (If you have been notified by the IRS that you are subject to backup withholding, strike out the previous sentence.)

**I/We certify that I/we purchased or otherwise acquired the Silvercorp common stock listed in the above Schedule on or from the NYSE during the period between May 20, 2009 and September 13, 2011, inclusive.**

**I/We further certify and that I/we are not submitting this Proof of Claim based on Silvercorp common stock purchased or otherwise acquired on or from the TSE.**

I/We declare and affirm under penalties of perjury that the foregoing information and the documents attached hereto, including the Social Security or Taxpayer Identification Number shown on this Proof of Claim, are true, correct and complete to the best of my/our knowledge, information and belief, and that this Proof of Claim was executed this \_\_\_\_\_ day of \_\_\_\_\_, 201\_ in

\_\_\_\_\_, \_\_\_\_\_  
(City) (State/Country)

\_\_\_\_\_  
Signature of Claimant

\_\_\_\_\_  
Signature of Joint Claimant, if any

\_\_\_\_\_  
(Print your name here)

\_\_\_\_\_  
(Print your name here)

\_\_\_\_\_  
Signature of Person signing on behalf  
Of Claimant

\_\_\_\_\_  
Capacity of Person signing on behalf  
Claimant, if other than an individual  
(Executor, President, Custodian, etc.)

\_\_\_\_\_  
(Print your name here)



**SUBSTITUTE FORM W-8: IF YOU ARE NOT A RESIDENT OR CITIZEN OF THE UNITED STATES, COMPLETE THE FOLLOWING:**

Permanent residence (principal office if a corporation)

If your claim is connected with a trade or business conducted in the U.S., please provide the name and address of your U.S. business, the type of business, and the Federal Tax Identification Number of the U.S. business.

\_\_\_\_\_  
Name of U.S. Business

\_\_\_\_\_  
Address of U.S. Business

\_\_\_\_\_  
Type of Business

\_\_\_\_\_  
Tax Identification Number

**W-8 Certification:** Under the penalties of perjury, I certify that the information provided above is true, correct and complete.

Signature(s) \_\_\_\_\_

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

\_\_\_\_\_

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

**ACCURATE CLAIMS PROCESSING TAKES A SIGNIFICANT AMOUNT OF TIME. THANK YOU FOR YOUR PATIENCE.**

**Reminder Checklist:**

1. Remember to sign the above Release and Certification (or W-8 Certification).
2. Remember to attach only copies of acceptable supporting documentation, a complete list of which can be found on the Settlement Administrator’s website.
3. Do not send originals of securities certificates.
4. Keep copies of the completed claim form and documentation for your own records.
5. If you desire an acknowledgment of receipt of your claim form, please send it Certified Mail, Return Receipt Requested, or its equivalent. **You will bear all risks of delay or non-delivery of your claim.**
6. If your address changes in the future, or if these documents were sent to an old or incorrect address, please send us **written** notification of your new address.

If you have questions or concerns regarding your claim, please contact the Settlement Administrator at:

Silvercorp Metals, Inc. Securities Litigation  
 c/o Berdon Claims Administration LLC  
 P.O. Box 9014  
 Jericho, NY 11753-8914  
 Telephone: 800-766-3330  
 Fax: 516-931-0810  
 Website: [www.berdonclaims.com](http://www.berdonclaims.com)

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