



罕王
HANKING

CHINA HANKING HOLDINGS LIMITED

中國罕王控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock code: 03788)

FORM OF PROXY FOR USE AT ANNUAL GENERAL MEETING

I/We _____ (Block capitals, please) of _____ (Address) _____ (Block capitals, please) being the holder(s) of _____ (see Note 1) shares of HK\$0.10 each in the share capital of China Hanking Holdings Limited (the "Company") hereby appoint (Name) _____ of _____ (Address) _____ or failing him/her (Name) _____ of _____ (Address) _____

or failing him/her, the chairman of the meeting (see Note 2) as my/our proxy to attend and vote for me/us and on my/our behalf at the annual general meeting of the Company to be held at 22nd Floor Conference Room, Hanking Tower, No. 227 Qingnian Avenue, Shenhe District, Shenyang City, Liaoning Province, PRC on Monday, 21 May 2012 at 9:30 a.m., and at any adjournment thereof or on any resolution or motion which is proposed thereat. My/Our proxy is authorised and instructed to vote as indicated (see Note 3) in respect of the undermentioned resolutions:

	Ordinary Resolutions	For (see Note 3)	Against (see Note 3)	Abstain (see Note 3)
1.	To consider and approve the audited consolidated financial statements of the Company and the reports of the directors and auditors for the year ended 31 December 2011.			
2.	To declare a final dividend for the year ended 31 December 2011.			
3.	(a) (i) To re-elect Mr. Pan Guocheng as an executive director of the Company.			
	(ii) To re-elect Mr. Zheng Xuezhi as an executive director of the Company.			
	(iii) To re-elect Mr. Xia Zhuo as an executive director of the Company.			
	(iv) To re-elect Mr. Qiu Yumin as an executive director of the Company.			
	(v) To re-elect Ms. Yang Min as a non-executive director of the Company.			
	(vi) To re-elect Mr. Yang Jiye as a non-executive director of the Company.			
	(vii) To re-elect Mr. Lan Fusheng as a non-executive director of the Company.			
	(viii) To re-elect Mr. Kenneth Jue Lee as a non-executive director of the Company.			
	(ix) To re-elect Mr. Chen Yuchuan as an independent non-executive director of the Company.			
	(x) To re-elect Mr. Wang Ping as an independent non-executive director of the Company.			
	(xi) To re-elect Mr. Johnson Chi-King Fu as an independent non-executive director of the Company.			
	(xii) To re-elect Mr. Wang Anjian as an independent non-executive director of the Company.			
	(b) To authorise the board of directors of the Company to fix the remuneration of the directors.			
4.	To re-appoint Deloitte Touche Tohmatsu as auditors of the Company and authorise the board of directors of the Company to fix their remuneration.			
5.	(A) To give a general mandate to the directors of the Company to allot, issue and deal with additional shares not exceeding 20% of the issued share capital of the Company.			
	(B) To give a general mandate to the directors of the Company to repurchase shares not exceeding 10% of the issued share capital of the Company.			
	(C) To extend the authority given to the directors of the Company pursuant to ordinary resolution no. 5(A) to issue shares by adding to the issued share capital of the Company the number of shares repurchased under ordinary resolution no. 5(B).			

Dated this _____ day of _____ 2012

Signature(s) _____ (see Note 5)

Notes:

- Please insert the number of shares registered in your name(s); if no number is inserted, this form of proxy will be deemed to relate to all the shares in the share capital of the Company registered in your name(s).
- A shareholder may appoint more than one proxy of his/her own choice. If such an appointment is made, strike out the words "the chairman of the meeting", and insert the name(s) of the person(s) appointed as proxy in space provided. Any alteration made to this form of proxy must be initialled by the person who signs it.
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, PLEASE TICK THE BOX MARKED "For". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, PLEASE TICK THE BOX MARKED "Against". IF YOU WISH TO ABSTAIN FROM VOTING, PLEASE TICK THE BOX MARKED "Abstain".** Failure to tick a box will entitle your proxy to cast your vote at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the meeting other than those referred to in the notice convening the meeting.
- If the appointor is a corporation, this form must be under common seal or under the hand of an officer, attorney, or other person duly authorised on that behalf.
- In the case of joint holders, the signature of any one holder will be sufficient but the names of all the joint holders should be stated.
Where there are joint holders of any share of the Company, any one of such joint holders may vote at the meeting, either in person or by proxy, in respect of such share as if he/she were solely entitled thereto, but if more than one of such joint holders be present at the meeting, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined as that one of the said persons so present whose name stands first on the register of members of the Company in respect of such share shall alone be entitled to vote in respect thereof.
- To be valid, this form of proxy must be completed, signed and deposited at the Hong Kong share registrar of the Company, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, together with the power of attorney or other authority (if any) under which it is signed (or a notarially certified copy thereof), not less than 48 hours before the time for holding the meeting. The completion and return of the form of proxy shall not preclude shareholders of the Company from attending and voting in person at the above meeting (or any adjourned meeting thereof) if they so wish.
- A proxy need not be a shareholder of the Company.