



**中国信贷**  
CREDIT CHINA

**CREDIT CHINA HOLDINGS LIMITED**

**( 中國信貸控股有限公司 )**

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8207)

**FORM OF PROXY FOR ANNUAL GENERAL MEETING  
(or its adjournment)**

I/We <sup>(note 1)</sup> \_\_\_\_\_  
of <sup>(note 1)</sup> \_\_\_\_\_  
being the registered holder(s) of \_\_\_\_\_ shares <sup>(note 2)</sup>  
of HK\$0.1 each in the share capital of Credit China Holdings Limited (the "Company"), **HEREBY APPOINT** <sup>(note 3)</sup> the Chairman of the meeting  
or \_\_\_\_\_  
of \_\_\_\_\_  
as my/our proxy to attend the annual general meeting (and its adjournment) of the Company (the "AGM") to be held at Level 35, Two Pacific Place, 88  
Queensway, Hong Kong on Monday, 11 May 2015 at 10:30 a.m. for the purposes of considering and, if thought fit, passing the resolutions as set out in the  
notice convening the AGM (the "Notice") and to vote for me/us and in my/our name(s) in respect of the resolutions as indicated below at the AGM (and at its  
adjournment).

	<b>ORDINARY RESOLUTIONS</b>	<b>FOR</b> <sup>(Note 4)</sup>	<b>AGAINST</b> <sup>(Note 4)</sup>
1.	To consider and receive the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and independent auditor for the year ended 31 December 2014 (the "Year").		
2.	A. To re-elect Mr. Chng Swee Ho as an executive director of the Company.		
	B. To re-elect Mr. Li Mingshan as a non-executive director of the Company (the "NED").		
	C. To re-elect Mr. Li Gang as a NED.		
	D. To re-elect Mr. Wong Sai Hung as a NED.		
	E. To re-elect Mr. Ge Ming as an independent non-executive director of the Company (the "INED").		
	F. To re-elect Mr. Peter Z Kuk as an INED.		
	G. To re-elect Mr. Wang Wei as an INED.		
	H. To re-elect Dr. Wong, Kennedy Ying Ho as an INED.		
3.	To authorize the board of directors of the Company (the "Board") to fix the directors' remuneration for the year ending 31 December 2015.		
4.	To re-appoint SHINEWING (HK) CPA Limited as the independent auditor of the Company to hold office until the conclusion of the next annual general meeting of the Company and to authorize the Board to fix its remuneration.		
5.	To approve the payment of a final dividend of HK0.46 cents per share for the Year.		
6.	A. To give a general mandate to the directors to issue, allot and deal with additional shares of the Company not exceeding 20% of the aggregate number of the issued shares of the Company (the "Shares") as at the date of passing of this resolution.*		
	B. To grant a general mandate to the directors to purchase the Shares not exceeding 10% of the aggregate number of the issued Shares as at the date of passing of this resolution.*		
	C. To extend the general mandate granted to the directors to issue, allot and deal with additional Shares by adding the aggregate number of Shares repurchased by the Company.*		

\* For the full text of the proposed resolution, please refer to the Notice as contained in the Company's circular dated 31 March 2015.

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 2015.

Signature <sup>(Note 5)</sup> \_\_\_\_\_

**Notes:**

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- 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 registered in your name(s).
- If any proxy other than the Chairman of the meeting is preferred, please delete the words "the Chairman of the meeting or" and insert the name and address of the proxy desired in the space provided. The proxy need not be a member of the Company but must attend the meeting in person to represent you. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTIONS, PLEASE TICK THE APPROPRIATE BOXES MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTIONS, PLEASE TICK THE APPROPRIATE BOXES MARKED "AGAINST".** Failure to complete any or all the boxes will entitle your proxy to cast his/her votes 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.
- This form of proxy must be signed by you or your attorney duly authorized in writing or, in the case of a corporation, must be either executed under its common seal or under the hand of an officer or attorney or other person duly authorized.
- Where there are joint registered holders of any Share(s), any one of such persons may vote at the meeting, either personally or by proxy, in respect of such Share(s) as if he/she were solely entitled thereto, but if more than one of such joint holders is present at the meeting, personally or by proxy, then the holder so present whose name stands first on the register in respect of such Share(s) shall alone be entitled to vote in respect thereof.
- To be valid, this form of proxy, together with the power of attorney or other authority (if any) under which it is signed or a certified copy of such power of attorney or other authority, must be deposited at the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the appointed time for holding the said meeting or its adjournment.
- Completion and return of the form of proxy shall not preclude members from subsequently attending and voting in person at the meeting or its adjournment (as the case may be). Should you so wish, and in such event, the authority given to the proxy shall be deemed to be revoked.