



瀚华金控
HANHUA FINANCIAL HOLDING

Hanhua Financial Holding Co., Ltd.*
瀚華金控股份有限公司

(A joint stock limited liability company incorporated in the People's Republic of China)
(Stock Code: 3903)

**PROXY FORM FOR THE
THIRD EXTRAORDINARY GENERAL MEETING
IN 2014 TO BE HELD ON 13 OCTOBER 2014**

Number of shares and class to which this proxy form relates ^(Note 1)	
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I/We, ^(Note 2) _____,
of _____,
being shareholder(s) of Hanhua Financial Holding Co., Ltd. (the "Company"), holding _____
H shares/domestic shares^(Note 3), hereby appoint the Chairman of the meeting or^(Note 4) _____
of (address) _____,

as my/our proxy to attend and vote on my/our behalf in respect of the resolution set out in the notice of the Extraordinary General Meeting at the Third Extraordinary General Meeting in 2014 (the "Extraordinary General Meeting") of the Company to be held at 3/F, A Building, No. 2 Fortune Tower, No. 15 Caifu Avenue, New North Zone, Chongqing, the People's Republic of China (the "PRC") on Monday, 13 October 2014 at 10:30 a.m. or at any adjournment of the meeting, as indicated hereunder or, if no such indication is given, as the proxy thinks fit.

SPECIAL RESOLUTIONS (Full text regarding the resolutions is set out in the Notice of the Extraordinary General Meeting)		FOR ^(Note 5)	AGAINST ^(Note 5)	ABSTAIN ^(Note 5)
1.	To confirm the number of H shares listed and the amount of registered capital			
2.	To consider and approve the amendments to the Company's Articles of Association			

Date: _____ 2014

Signature: _____

Notes:

- Please insert the number of shares to which this proxy form relates. If no number is inserted, this proxy form will be deemed to relate to all shares of the Company registered in your name(s).
- Please insert full name(s) (in Chinese or English) and address(es) as recorded in the register of members of the Company in **BLOCK LETTERS**.
- Please insert the number of shares registered in your name(s) to which this proxy form relates. If no number is inserted, this proxy form will be deemed to relate to all shares of the Company registered in your name(s). Please cross out the class of shares that is inapplicable (domestic shares or H shares).
- If you wish to appoint any person other than the chairman of the Extraordinary General Meeting as your proxy, please delete the words "the chairman of the meeting or" and insert the name and address of the proxy you duly appointed. Any member is entitled to appoint one or more proxies to attend and vote on his/her behalf. A proxy needs not be a member of the Company. Any alterations made in this proxy form should be initialled by the person who signs it.
- Important: if you wish to vote for the resolutions, tick the appropriate box marked "for". If you wish to vote against the resolutions, tick the appropriate box marked "against". If you wish to abstain from voting, tick the appropriate box marked "abstain",** and your voting will be counted in the total number of votes cast in that resolution for the purpose of calculating the result of that resolution. If no direction is given, your proxy may vote at his discretion. Unless otherwise directed in the proxy form, the proxy is also entitled to vote as he/she thinks fit for any resolution duly submitted to the meeting in addition to those set out in the notice of the Extraordinary General Meeting.
- This proxy form must be signed by you or your attorney duly authorised in writing. If the shareholder is a corporation, such instrument must be either under its common seal or duly signed by its directors, its representative duly authorized sign the proxy form. If the proxy form is signed by a proxy duly authorised, the power of attorney or other authorisation document giving such authorization shall be notarised.
- In case of joint holders of a share, any one of such holders is entitled to vote at the meeting either in person or by proxy for such share, as if he/she is the only one entitled to do so among the joint holders. However, only the vote of the person whose name stands first on the register of members in respect of such share shall be accepted if more than one joint holder attend the meeting personally or by proxy.
- To be valid, this proxy form together with any notarised copy of the power of attorney or other authorisation documents (if any) must be deposited, not less than 24 hours before the time appointed for holding the Extraordinary General Meeting or any of its adjournments (as the case may be) at Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H shares) or the Company's head office in the PRC at 1/F, A Building, No. 2 Fortune Tower, No. 15 Caifu Avenue, New North Zone, Chongqing, the PRC (for holders of domestic shares).
- The Extraordinary General Meeting is expected to last for half a day. Shareholders attending this general meeting of shareholders are responsible for their own transportation and accommodation expenses. Shareholders or their proxies attending the Extraordinary General Meeting shall present their identity certifications.

* For identification purpose only