



# 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)

### SUPPLEMENTAL PROXY FORM FOR THE FOURTH EXTRAORDINARY GENERAL MEETING IN 2014 TO BE HELD ON 8 DECEMBER 2014

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

as my/our proxy to attend and vote on my/our behalf in respect of the resolution set out in the supplemental notice and the notice of the Extraordinary General Meeting at the Fourth 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, 8 December 2014 at 10:00 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#		FOR <sup>(Note 5)</sup>	AGAINST <sup>(Note 5)</sup>	ABSTAIN <sup>(Note 5)</sup>
1.	The proposed arrangement of the domestic corporate bonds to be issued in the PRC			
2.	Mr. Zhang Guoxiang or Mr. Wang Dayong or such persons as may be authorized by any one of them be and is hereby authorized to deal with all matters in connection with the public issue of the domestic corporate bonds			
3.	To consider and approve the amendments to the Company's Articles of Association			

# Full text regarding the resolutions is set out in the Notice of the Extraordinary General Meeting dated 23 October 2014 and the supplemental notice of the Extraordinary General Meeting dated 21 November 2014, respectively.

Date: \_\_\_\_\_ 2014

Signature: \_\_\_\_\_

#### Notes:

- Please insert the number of shares to which this supplemental proxy form relates. If no number is inserted, this supplemental 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 supplemental proxy form relates. If no number is inserted, this supplemental 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 supplemental 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 supplemental 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 supplemental 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 supplemental proxy form. If the supplemental 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 supplemental 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).
- IMPORTANT: A SHAREHOLDER WHO HAS ALREADY LODGED THE PROXY FORM ("FIRST PROXY FORM") WHICH WAS SENT TOGETHER WITH THE CIRCULAR OF THE COMPANY DATED 23 OCTOBER 2014 SHOULD NOTE THAT:**
  - If no Supplemental Proxy Form is lodged with the Company's H Share Registrar, the First Proxy Form will be treated as a valid proxy form lodged by him/her if correctly completed. The proxy so appointed by the shareholder will be entitled to vote at his/her discretion or to abstain from voting on any resolution properly put to the Extraordinary General Meeting other than those referred to in the notice convening the Extraordinary General Meeting dated 23 October 2014 and the First Proxy Form, including resolutions for the amendments to the Articles of Association of the Company set out in supplement notice of the Extraordinary General Meeting of the Company dated 21 November 2014.
  - If the Supplemental Proxy Form is lodged with the Company's H Share Registrar not less than 24 hours before the time fixed for convening the Extraordinary General Meeting ("Closing Time"), the Supplemental Proxy Form will revoke and supersede the First Proxy Form previously lodged by him/her. The Supplemental Proxy Form will be treated as a valid proxy form lodged by the shareholder if correctly completed.
- If a shareholder has any queries about the validity of his/her first Proxy Form deposited, he/she may contact the Company's H Share Registrar Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.
- 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