



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 THE EXTRAORDINARY GENERAL MEETING TO BE HELD ON FRIDAY, 24 AUGUST 2018

I/We ^(Note 1) _____
of _____

being the registered holder(s) of ^(Note 2) _____ shares of a nominal value of HK\$0.10 each in the share capital of China Hanking Holdings Limited (the “Company”) **HEREBY APPOINT THE CHAIRMAN OF THE EGM** or ^(Note 3) _____
of _____

as my/our proxy to attend and act for me/us at the extraordinary general meeting of the Company to be held at Conference Room, 22nd Floor, No.227, Qingnian Street, Shenhe District, Shenyang, the PRC on Friday, 24 August 2018 at 9:00 a.m. (the “EGM”) or at any adjournment thereof and to vote for me/us on my/our behalf in respect of the resolution set out in the notice of the EGM (the “Notice”) as hereinafter indicated, or, if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTIONS	FOR ^(Note 4)	AGAINST ^(Note 4)
THAT: “(a) the Share Sale and Purchase Agreement dated 5 July 2018 and entered into among the Company, Tuochuan Capital Limited and Mr. Yang Jiye (a copy of which is produced to the EGM marked “A” and signed by the Chairman of the EGM for purpose of identification) be and is hereby approved, confirmed and ratified; and (b) any one Director of the Company be and is hereby authorised to do all such things and acts as he/she may in his/her discretion consider as necessary, expedient or desirable for the purpose of or in connection with the implementation of the Share Sale and Purchase Agreement, including but not limited to the execution of all such documents under seal where applicable, as he/she considers necessary or expedient in his/her opinion to implement and/or give effect to the Share Sale and Purchase Agreement and the transactions thereunder, and to agree with such variation, amendment or waiver as, in the opinion of such Director, in the interests of the Company and its shareholders as a whole.”		

Dated this _____ day of _____, 2018

Signature(s) ^(Note 5) _____

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of shares of the Company registered in the name(s) to which this proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all shares of the Company registered in your name(s).
3. A proxy need not be a member of the Company. If you wish to appoint any person other than the Chairman of the EGM as your proxy, please delete the words “the Chairman of the EGM or” and insert the name and address of the person appointed as proxy in space provided.
4. **IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION(S), PLEASE TICK THE BOX(ES) MARKED “FOR”. IF YOU WISH TO VOTE AGAINST THE RESOLUTION(S), PLEASE TICK THE BOX(ES) MARKED “AGAINST”**, failure to complete the boxes will entitle your proxy(ies) to cast his/their vote(s) or abstain from voting at his/their discretion. Your proxy will also be entitled to vote at his discretion or abstain from voting on any resolution properly put to the EGM other than those referred to in the notice convening the EGM.
5. This form of proxy must be signed by you or your attorney duly authorised in writing, or, in the case of a corporation, must be either under seal or under the hand of an officer or attorney duly authorised.
6. To be valid, this form of proxy together with the power of attorney or other authorization document (if any) under which it is signed (or a notarially certified copy of that power or authority), must be deposited at the Hong Kong share registrar of the Company, Computershare Hong Kong Investor Services Limited of 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding the EGM or any adjournment thereof.
7. Where there are joint holders of any share of the Company, any one of such holders may vote at the EGM, either personally or by proxy, in respect of such share as if he were solely entitled thereto provided that if more than one of such joint holders be present at the EGM personally or by proxy, the person whose name stands first on the register of shareholders in respect of such share shall alone be entitled to vote in respect thereof.
8. Any alteration made to this form should be initiated by the person who signs the form.
9. Completion and deposit of this form of proxy will not preclude you from attending and voting at the meeting should you so wish.