



INSPUR INTERNATIONAL LIMITED

浪潮國際有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8141)

PROXY FORM

Form of proxy for use by shareholders at the annual general meeting to be convened at 10:00 am on Thursday, 26 April 2007.

I/We (note a) _____

of _____

being the holder(s) of _____ (note b) shares of HK\$0.01 each of INSPUR INTERNATIONAL LIMITED (the "Company")

hereby appoint the Chairman of the meeting or _____

of _____

to act as my/our proxy (note c) at the annual general meeting of the Company to be held at Hong Kong International Trade & Exhibition Centre, 7/F Meeting Room 5, 1 Trademart Drive, Kowloon Bay, Kowloon, Hong Kong on Thursday, 26 April 2007 at 10:00 am and at any adjournment thereof and to vote on my/our behalf as directed below, or, if no such indication is given, as my/our proxy thinks fit.

Please make a mark in the appropriate boxes to indicate how you wish your vote(s) to be cast (note d).

RESOLUTIONS		FOR	AGAINST
1.	To receive and approve the audited consolidated financial statements and the reports of the directors and auditors for the year ended 31 December 2006.		
2.	To declare a final dividend for the year ended 31 December 2006, if any.		
3.	(I) To re-elect Mr. Sun Pishu as executive director.		
	(II) To re-elect Mr. Meng Xiang Xu as independent non-executive director.		
	(III) To re-elect Mr. Marc Evan Brown as non-executive director.		
	(IV) To re-elect Mr. William James Fass as non-executive director		
	(V) To authorise the board of directors to fix the directors' remuneration.		
4.	To re-appoint Messrs Deloitte Touche Tohmatsu as the auditors and authorise the board of directors to fix their remuneration.		
5.	To grant a general mandate to the directors of the Company to allot, issue and otherwise deal with Company's shares.		
6.	To grant a general mandate to the directors of the Company to purchase the Company's shares.		
7.	To extend the general mandate granted to the directors to issue new shares by adding the number of shares repurchased by the Company.		

Dated the _____ day of _____ 2007 Shareholder's signature _____
(notes e, f, g and h)

Notes:

- Full name(s) and address(es) are to be inserted in **BLOCK CAPITALS**. The name of all joint holders should be stated.
- 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 capital of the Company registered in your name(s).
- A proxy need not be a member of the Company. If you wish to appoint some person other than the Chairman of the Meeting as your proxy, please delete the words "the Chairman of the Meeting or" and insert the name and address of the person appointed proxy in the space provided.
- If you wish to vote for any of the resolutions set out above, please tick ("✓") the boxes marked "**For**". If you wish to vote against any resolutions, please tick ("✓") the boxes marked "**Against**". If this form returned is duly signed but without specific direction on any of the proposed resolutions, the proxy will vote or abstain at his discretion in respect of all resolutions; or if in respect of a particular proposed resolution there is no specific direction, the proxy will, in relation to that particular proposed resolution, vote or abstain at his discretion.
A proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than those set out in the notice convening the meeting or any adjourned meeting.
- In the case of joint holders this form of proxy may be signed by any joint holder, but if more than one joint holder is present at the meeting, whether in person or by proxy, that one of the joint holders whose name stands first on the register of members in respect of the relevant joint holding shall alone be entitled to vote in respect thereof.
- The form of proxy must be signed by a shareholder, or his attorney duly authorised in writing, or if the shareholder is a corporation, either under its Common Seal or under the hand of an officer or attorney so authorised.
- To be valid, this form of proxy together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or authority must be deposited at the office(s) of the Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, 46th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong not later than 48 hours before the time of the meeting or any adjourned meeting.
- Any alteration made to this form should be initialled by the person who signs the form.