



南京三寶科技股份有限公司

NANJING SAMPLE TECHNOLOGY COMPANY LIMITED*

(a joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 8287)

Form of proxy for use at the Extraordinary General Meeting (the "EGM")

to be convened on Monday, 3 August 2009

I/We (Note 1) _____ of (Note 1)
_____ being the registered
holder(s) of _____ (Note 2) H Shares/Domestic Shares of the Nanjing
Sample Technology Company Limited* (the "Company") HEREBY APPOINT (Note 3) _____
of _____ (Note 3), or failing
which, the chairman of the EGM to act as my/our proxy in respect of _____ (Note 4)
H Shares/Domestic Shares in the share capital of the Company held by me/us to attend and act for me/us at the EGM to be held at No. 10
Maqun Avenue, Maqun Technology Park, Qixia District, Nanjing City, Jiangsu Province, People's Republic of China on Monday, 3 August
2009 at 10:00 a.m. or at any adjournment thereof and to vote on my/our behalf at the EGM or at any adjournment in respect of the
following resolutions as indicated hereunder or, if no indication is given, to vote or abstain from voting as my/our proxy thinks fit.

SPECIAL RESOLUTIONS (Note 5)		For (Note 6)	Against (Note 6)	Abstention (Note 6)
1.	To approve, confirm and/or ratify the Subscription Agreements (as defined in the circular of the Company to the shareholders dated 19 June 2009) and the transactions contemplated thereunder, and to authorize the Board to implement the transactions contemplated thereunder.			
2.	To consider and approve the amendments to the articles of association of the Company to reflect the changes in shareholding structure of the Company upon completion of the Subscription (as defined in the circular of the Company to the shareholders dated 19 June 2009).			

Dated this _____ day of _____, 2009

Signature: (Note 7 & 8) _____

Notes:

1. Please insert full name(s) and address(es) as recorded in the register of members of the Company in **BLOCK LETTERS**.
2. Please insert the total number of shares of the Company registered in your name(s).
3. Please insert the name and address of the person that you wish to appoint as your proxy. **IF NO NAME AND ADDRESS IS INSERTED, THE CHAIRMAN OF THE CLASS MEETING WILL ACT AS YOUR PROXY.** A proxy need not be a member of the Company, but must attend the EGM or at any adjournment in person to represent you.
4. Please indicate clearly the number of shares in the Company register in your name(s) in respect of which the proxy is so appointed. If no such number is inserted, the proxy is deemed to be appointed in respect of all the shares in the Company registered in your name(s).
5. A special resolution shall be passed by an affirmative vote of more than two-thirds of the Company's total voting shares held by the members who are present at the same meeting (including proxies).
6. If you wish to vote for any resolution, please tick ("√") in the box marked "For." If you wish to vote against any resolution, please tick ("√") in the box marked "Against." If you wish to abstain from voting, please tick ("√") in the box marked "Abstention." Abstention votes or abstention from voting will not be regarded as having voting rights for the purpose of vote counts. If you wish the appointed proxy to vote on behalf of only a portion of the shares in respect of which the proxy is so appointed, please indicate the exact number of shares in the relevant column instead of inserting a tick ("√"). If no tick ("√") is inserted in the column or no number of shares to be voted is indicated, the proxy may vote or abstain from voting at his discretion.
7. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holder(s). For this purpose, seniority shall be determined by the order in which the names stand in the register of members in respect of the joint holding. Only one of the joint holders needs to sign.
8. This form of proxy must be signed by you or your attorney duly authorized in writing or, in the case of a corporation or institution, either under the common seal of under the hand of any director or attorney duly authorized in writing.
9. To be valid, the proxy form together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power of attorney or other authority must be deposited at the Company's H Share registrar and transfer office, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong in case of H Shares or the Company's registered office at Building No. 1, Ruan Jian Chuang Ye Zhong Xin, High and New Technology Industrial Development Zone, Nanjing City, Jiangsu Province, People's Republic of China in case of Domestic Shares, no later than 24 hours before the convening of the EGM. This form of proxy may be returned by way of post.
10. **ANY ALTERATION MADE IN THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
11. Completion and return of this form of proxy will not preclude you from attending and voting at the EGM or at any adjournment if you so wish. In the event that you attend the meeting after having lodged this form of proxy, this form of proxy will be deemed to have been revoked.

* for identification purpose only