



烟台北方安德利果汁股份有限公司
Yantai North Andre Juice Co., Ltd.*
(a joint stock limited company incorporated in the People's Republic of China)
(Stock Code: 8259)

FORM OF PROXY FOR USE AT THE SPECIAL GENERAL MEETING

Form of proxy for the special general meeting (the "SGM") of Yantai North Andre Juice Co., Ltd.* (the "Company") to be held at 2nd Floor, No. 18 Andre Avenue, Muping Economic Development Zone, Yantai City, Shandong Province, the People's Republic of China (the "PRC") on Monday, 10 August 2009 at 10 a.m.

I/We¹ _____
of _____
being the registered holder(s) of _____ Domestic/H Shares² of RMB0.10 each in the capital of the Company, **HEREBY APPOINT THE CHAIRMAN OF THE SGM³** or _____
of _____
as my/our proxy to attend, act and vote for me/us at the SGM (or any adjournment) to be held at 2nd Floor, No. 18 Andre Avenue, Muping Economic Development Zone, Yantai City, Shandong Province, the PRC on Monday, 10 August 2009 at 10 a.m., for the purpose of considering, and if thought fit, passing the resolutions set out in the notice convening the SGM and at such SGM to vote for me/us and in my/our name(s) in respect of the resolutions as indicated below.

	Ordinary Resolution	For ⁴	Against ⁴
1.	"THAT (a) the terms and conditions of the Joint Venture Agreement (a copy of which has been produced to this meeting marked "A" and initialed by the Chairman of the meeting) be and hereby approved, ratified and confirmed; and (b) that the Directors (or any one of them) be and are hereby authorized to implement and take all steps and to do all acts and things as may be necessary or desirable to give effect and/or to complete all matters in connection with the transactions contemplated under the Joint Venture Agreement, and to sign and execute such further documents or to do any other matters incidental thereto and/or as contemplated thereunder and to make changes or amendments to the Joint Venture Agreement and the supplemental agreement thereto as the Directors (or any one of them) may in their absolute discretion deem fit."		

Dated this _____ date of _____, 2009 Shareholder's signature⁵ _____

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS** as shown in the register of members of the Company.
2. Please insert the number of shares and delete the inappropriate type of share 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 Company registered in your name(s).
3. If any proxy other than the Chairman is preferred, strike out the "**THE CHAIRMAN OF THE SGM**" or " and insert the name and address of the proxy desired in the space provided. **ANY ALTERATIONS MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON(S) WHO SIGN(S) IT.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK THE APPROPRIATE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK THE APPROPRIATE BOX MARKED "AGAINST".** Failure to tick any box will entitle your proxy to cast his vote at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the SGM other than those referred to in the notice convening the SGM.
5. This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, either under its seal or under the hand of an officer, attorney or other person authorised to sign the same. If this form of proxy is signed by an attorney of the appointer, the power of attorney authorising that attorney to sign, or other document of authorisation must be notarially certified.
6. Any member entitled to attend and vote at a meeting of the Company or a meeting of the holders of any class of shares in the Company shall be entitled to appoint another person as his proxy to attend and vote instead of him. A proxy need not be a member. A member who is the holder of two or more shares may appoint more than one proxy to represent him and vote on his behalf at the Meeting.
7. To be valid, for holders of Domestic Shares, this form of proxy and the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power of attorney, shall be deposited at the registered office of the Company, at No. 18 Andre Avenue, Muping Economic Development Zone, Yantai City, Shandong Province, the PRC no less than 24 hours before the time appointed for the SGM or adjourned meeting. In order to be valid, for the holder of H Shares, the above documents must be delivered to the Company's H Shares Registrar at Tricor Tengis Limited at 26/F, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not less than 24 hours before the time appointed for holding the SGM or adjourned meeting.
8. In the case of joint registered holders of any share, any one of such persons may vote at any meeting, either personally or by proxy, in respect of such shares as if he was solely entitled thereto; but if more than one of such joint holders be present at any meeting, 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), and for this purpose seniority shall be determined by the order in which the names stand in the register of member in respect of the joint holding.
9. A proxy attending the SGM must present his proof of identity.

* For identification purpose only