



**IGG INC**

(Incorporated in the Cayman Islands with limited liability)  
(Stock Code: 8002)

**FORM OF PROXY FOR 2014 ANNUAL GENERAL MEETING TO BE HELD ON 9 MAY 2014**

I/We (Name) \_\_\_\_\_ (Block capitals) of (Address) \_\_\_\_\_ being the registered holder(s) of \_\_\_\_\_ (see Note 1) shares of US\$0.0000025 each in the share capital of IGG INC (the “Company”) hereby appoint the chairman of the annual general meeting (the “Chairman”) (see Note 2) or (Name) \_\_\_\_\_ of (Address) \_\_\_\_\_ or \_\_\_\_\_ of \_\_\_\_\_ as my/our proxy to attend and vote for me/us and on my/our behalf at the annual general meeting of the Company to be held at Hennessy Room, Level 7, Conrad Hong Kong, Pacific Place, 88 Queensway, Hong Kong on Friday, 9 May 2014 at 3:00 p.m., and at any adjournment thereof on the undermentioned resolution as indicated and if no such indication is given as my/our proxy thinks fit:

Ordinary Resolutions (see Note 3)		For	Against
1.	To receive and consider the audited consolidated financial statements of the Company and its subsidiaries, the reports of the directors and the auditors of the Company for the year ended 31 December 2013.		
2.	To approve the declaration of a final dividend of US0.2 cents per ordinary share (equivalent to HK1.6 cents per ordinary share) of the Company for the year ended 31 December 2013.		
3.	To re-elect Mr. Zongjian Cai as an executive director of the Company (“Director”).		
4.	To re-elect Mr. Yuan Chi as an executive Director.		
5.	To re-elect Mr. Xiaojun Li as a non-executive Director.		
6.	To authorise the board of Directors (the “Board”) to fix the remunerations of the Directors.		
7.	To confirm, approve and ratify the share award scheme adopted by the Company on 24 December 2013.		
8.	To re-appoint Ernst & Young as auditors of the Company and to authorise the Board to fix their remuneration.		
9.	To grant a general mandate to the Directors to allot, issue and deal with additional shares not exceeding 20% of the issued share capital of the Company as at the date of passing this ordinary resolution.		
10.	To grant a general mandate to the Directors to repurchase shares not exceeding 10% of the issued share capital of the Company as at the date of passing this ordinary resolution.		
11.	To extend the authority grant to the Directors pursuant to ordinary resolution No. 9 to issue shares by adding to the issued share capital of the Company the number of shares repurchased under ordinary resolution No. 10.		

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 2014 Signature(s) (see Note 5) \_\_\_\_\_

**Notes:**

- 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 share capital of the Company registered in your name(s).
- A proxy need not be a member of the Company. A member may appoint more than one proxy of his/her own choice. If you wish to appoint some person other than the Chairman as your proxy, strike out the words “the chairman of the meeting (the “Chairman”)” or, and insert the name(s) of the person(s) appointed as proxy in space provided. Any alteration made to this form of proxy must be initialled by the person who signs it.
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, PLEASE TICK THE BOX MARKED “For”. IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, PLEASE TICK THE BOX MARKED “Against”.** Failure to tick a box will entitle your proxy to cast your vote or abstain at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the meeting other than those referred to in the notice convening the meeting.
- If the appointor is a corporation, this form must be under common seal or under the hand of an officer, attorney, or other person duly authorised on that behalf.
- Any alteration made to this form of proxy should be initialled.
- In the case of joint holders, the signature of any one holder will be sufficient but the names of all the joint holders should be stated.
- Where there are joint holders of any share of the Company, any one of such joint holders may vote at the meeting, either in person or by proxy, in respect of such share as if he/she were solely entitled thereto, but if more than one of such joint holders be present at the meeting, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined as that one of the said persons so present whose name stands first on the register in respect of such share shall alone be entitled to vote in respect thereof.
- To be valid, this form of proxy must be completed, signed and deposited at the Company’s share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, together with the power of attorney or other authority (if any) under which it is signed (or a notorially certified copy thereof), not less than 48 hours before the time for holding the meeting. The completion and return of the form of proxy shall not preclude shareholders of the Company from attending and voting in person at the above meeting (or any adjourned meeting thereof) if they so wish.
- Completion and delivery of the form of proxy will not preclude you from attending and voting at the annual general meeting or any adjourned meeting thereof (as the case may be).