



華潤微電子有限公司
China Resources Microelectronics Limited
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 597)

FORM OF PROXY FOR ANNUAL GENERAL MEETING

I, We (Note 1) _____ of _____

being the registered holder(s) of (Note 2) _____ shares of HK\$0.1 each in the capital of China Resources Microelectronics Limited (the "Company"), HEREBY APPOINT (Note 3) _____ of _____

or failing him, the Chairman of the meeting as my/our proxy to attend the Annual General Meeting (the "Meeting") of the Company to be held at China Resources Banquet Hall, 50F, China Resources Building, 26 Harbour Road, Wanchai, Hong Kong at 14:30 on 24 June 2011 (Friday) and at any adjournment thereof, to vote for me/us as hereunder indicated, or if no such indication is given, as my/our proxy thinks fit.

		FOR <i>(Note 4)</i>	AGAINST <i>(Note 4)</i>
1.	To adopt the audited Accounts and the Reports of the Directors and the Auditors for the year ended 31 December 2010;		
2.	To declare a final dividend of 0.5 Hong Kong cent per share for the year ended 31 December 2010;		
3.	To re-elect Mr. WANG Guoping as Executive Director;		
4.	To re-elect Mr. Elvis DENG Mao-song as Executive Director;		
5.	To re-elect Dr. Peter CHEN Cheng-yu as Non-executive Director;		
6.	To re-elect Mr. SHI Shanbo as Non-executive Director;		
7.	To re-elect Mr. WEI Bin as Non-executive Director;		
8.	To re-elect Dr. ZHANG Haipeng as Non-executive Director;		
9.	To re-elect Mr. LUK Chi Cheong as Independent Non-executive Director;		
10.	To re-elect Mr. WONG Tak Shing as Independent Non-executive Director;		
11.	To authorize the board of Directors to fix the Directors' remuneration;		
12.	To re-appoint Deloitte Touche Tohmatsu as auditor of the Company for the financial year 2011, to hold office until conclusion of the following annual general meeting, and to authorize the board of Directors to fix their remuneration;		
13.	To resolve that the vacated offices of Directors as a result of retirement of Mrs. OON Kum Loon and Mr. Ralph Sytze YBEMA not to be filled and the number of Directors of the Company be reduced accordingly;		
14.	(A) To approve ordinary resolution no. 14(A) as set out in the notice of the AGM (to give general mandate to the Directors to issue shares in the Company);		
	(B) To approve ordinary resolution no. 14(B) as set out in the notice of the AGM (to give a general mandate to the Directors to repurchase shares in the Company); and		
	(C) To approve ordinary resolution no. 14(C) as set out in the notice of AGM (to extend the general mandate to the Directors to issue shares in the Company by the number of shares repurchased by the Company).		

Date this _____ day of _____ 2011

Signed (Note 5): _____

Notes:

- Full name(s) and address (es) to be inserted in BLOCK CAPITALS.
- Please insert the number of shares registered in your name(s) to which this proxy relates. 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).
- Please insert the name and address of the proxy desired. If no name is inserted, the Chairman of the Meeting will act as your proxy. A proxy need not be a member of the Company but must attend the Meeting in person to represent you. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, TICK THE APPROPRIATE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTION, TICK THE APPROPRIATE BOX MARKED "AGAINST".** Leaving both boxes empty will entitle your proxy to cast his votes at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than those referred to above.
- This form of proxy must be signed by you or your attorney duly authorized in writing or, in the case of a corporation, either under seal or under the hand of an officer or attorney or other person duly authorized in writing.
- In the case of joint registered holders of any share, any one of such persons may vote at the Meeting or any adjournment thereof (as the case may be), either personally or by proxy, in respect of such share as if he were solely entitled thereto; but if more than one of such joint holders be present at the Meeting or any adjournment thereof (as the case may be), personally or by proxy, the holder whose name stands first in the register of members of Company shall alone be entitled to vote in respect of that share.
- To be valid, 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 or authority, must be deposited at the Company's share registrar, Computershare Hong Kong Investor Services Limited (address: 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong), not less than 48 hours before the time appointed for the Meeting or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude shareholders from attending and voting in person at the Meeting.