



CHINA INNOVATION INVESTMENT LIMITED

中國創新投資有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1217)

PROXY FORM

Form of Proxy for use at the annual general meeting (the "AGM") of the shareholders of China Innovation Investment Limited (the "Company") to be held at 26/F, No. 9 Des Voeux Road West, Sheung Wan, Hong Kong on Thursday, 22 May 2014 at 11:00 a.m..

I/We ¹ _____

of _____

being the registered holder(s) of ² _____ share(s) of HK\$0.01 each (the "Share(s)") in the share capital of the Company, HEREBY APPOINT ³ _____

of _____ or failing him/her, the Chairman of the meeting, to act for me/us as my/our proxy at the AGM (or at any adjournment thereof) to be held at 26/F, No. 9 Des Voeux Road West, Sheung Wan, Hong Kong on Thursday, 22 May 2014, at 11:00 a.m. to consider and, if thought fit, pass the resolutions as set out in the notice convening the AGM and at the said meeting (and at any adjournment thereof) to vote for me/us and on my/our behalf in respect of the said resolutions as hereunder indicated or, if no such indication is given, as my/our proxy thinks fit ⁴.

ORDINARY RESOLUTIONS		FOR ⁴	AGAINST ⁴
1.	To receive and consider the audited financial statements and the reports of the directors and the auditors of the Company for the year ended 31 December 2013.		
2.	(i) To re-elect the following directors:		
	(a) Mr. Xiang Xin as executive director		
	(b) Mr. Li Zhou as executive director		
	(c) Mr. Sun Kuan Chi as non-executive director		
	(ii) To authorise the board of directors of the Company to fix the directors' remuneration.		
3.	To re-appoint ZHONGHUI ANDA CPA Limited as auditors of the Company and to authorise the board of directors of the Company to fix their remuneration.		
4.	To adopt the new share option scheme.		
5.	To grant the general mandate to the directors of the Company to repurchase Shares not exceeding 10% of the aggregate nominal amount of the issued share capital of the Company.		
6.	To grant the general mandate to the directors of the Company to allot, issue and deal with additional Shares in the share capital of the Company not exceeding 20% of the aggregate nominal amount of the issued share capital of the Company.		
7.	To extend the general mandate granted to the directors of the Company to allot, issue and deal with additional Shares by the number of Shares repurchased.		

Dated: _____

Signature ⁵ _____

Notes:

- Full name(s) and address to be inserted in **BLOCK CAPITALS**.
- Please insert the number of Share(s) registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the Share(s) 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. ANY ALTERATION MADE IN THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PUT A TICK IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, PUT A TICK IN THE BOX MARKED "AGAINST"**. Failure to complete any or all of the boxes will entitle your proxy to cast his/her vote 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.
- This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either executed under its common seal or under the hand of an officer or attorney duly authorised.
- Where they are joint registered holders of any Share, any one of such persons may vote at the meeting, either personally 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 are present at the meeting in person or by proxy, that one of the said persons so present whose names stands first on the register of members of the Company in respect of such Share shall alone be entitled to vote in respect thereof.
- 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 certified copy thereof, must be lodged with the Company's Branch Share Registrar, Union Registrars Limited, at 18/F, Fook Lee Commercial Centre, Town Place, 33 Lockhart Road, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the AGM or any adjourned meeting thereof (as the case may be).
- A proxy need not be a shareholder of the Company but must attend the AGM in person to represent you.
- Completion and delivery of this form of proxy will not preclude you from attending and voting in person at the AGM if you so wish.