



# 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)

**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 Wednesday, 21 June 2017 at 11:00 a.m..**

I/We <sup>1</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of <sup>2</sup> \_\_\_\_\_ share(s) of HK\$0.01 each (the “Share(s)”) in the share capital of the Company, HEREBY APPOINT <sup>3</sup> \_\_\_\_\_  
of \_\_\_\_\_  
or failing him/her, the Chairman of the meeting, to act for me/us as my/our proxy at the AGM to be held at 26/F, No. 9 Des Voeux Road West, Sheung Wan, Hong Kong on Wednesday, 21 June 2017, at 11:00 a.m. (or at any adjournment thereof) 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 <sup>4</sup>.

ORDINARY RESOLUTIONS		FOR <sup>4</sup>	AGAINST <sup>4</sup>
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 2016.		
2.	(i) To re-elect the following directors:		
	(a) Mr. Xiang Xin as executive Director.		
	(b) Mr. Zang Hong Liang as independent 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 grant the general mandate to the directors of the Company to repurchase Shares not exceeding 10% of the total number of shares of the Company in issue.		
5.	To grant the general mandate to the directors of the Company to allot, issue and deal with additional Shares in the Company not exceeding 20% of the total number of Shares of the Company in issue.		
6.	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.		
7.	To approve the Increase in Authorised Share Capital to HK\$1,000,000,000 divided into 100,000,000,000 Shares and the transactions contemplated thereunder.		

Dated: \_\_\_\_\_

Signature <sup>5</sup> \_\_\_\_\_

*Notes:*

- Full name(s) and address to be inserted in **BLOCK CAPITALS**. The name of all joint holders should be stated.
- 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 INITIALED BY THE PERSON(S) WHO SIGN(S) IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, PUT A TICK IN THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST ANY 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 AGM other than those referred to in the notice convening the AGM.
- 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 or other person duly authorised.
- Where they are joint registered holders of any Share, any one of such persons may vote at the AGM, 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 AGM 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 notarially certified copy thereof, must be deposited with the Company's branch share registrar, Union Registrars Limited, at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, 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.