



CHINA METAL INTERNATIONAL HOLDINGS INC.

勤美達國際控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 319)

FORM OF PROXY FOR THE COURT MEETING TO BE HELD ON WEDNESDAY, 23 AUGUST 2017

Form of proxy for use at the court meeting (or any adjournment thereof) (the "Court Meeting") of the Scheme Shareholders (as defined in the scheme of arrangement and explanatory statement referred to in the Notice of the Court Meeting) of the shares of HK\$0.01 each in the issued share capital of China Metal International Holdings Inc. (the "Company") convened by the direction of the Grand Court of Cayman Islands.

IN THE GRAND COURT OF THE CAYMAN ISLANDS FINANCIAL SERVICES DIVISION

CAUSE NO. FSD 129 of 2017

IN THE MATTER of Section 86 of the Companies Law (2016 Revision)

AND IN THE MATTER of Grand Court Rules 1995 Order 102

AND IN THE MATTER of China Metal International Holdings Inc.

I/We^(Note 1) _____

of _____

being the registered holder(s) of _____ shares^(Note 2) of HK\$0.01 each in the share capital of China Metal International Holdings Inc. (the "Company"), HEREBY APPOINT THE CHAIRMAN OF THE COURT MEETING^(Note 3)

or _____

of _____ as my/our proxy to attend the Court Meeting convened at the direction of the Grand Court of the Cayman Islands (and at any adjournment thereof) of the Scheme Shareholders of the Company to be held at Room 1801, 18th Floor, The Chinese Bank Building, 61-65 Des Voeux Road Central, Hong Kong on Wednesday, 23 August 2017 at 10:00 a.m. for the purposes of considering, and if thought fit, approving (with or without modifications) the scheme of arrangement referred to in the Notice of the Court Meeting dated 13 July 2017 convening the Court Meeting (the "Scheme") and at the Court Meeting (and at any adjournment thereof) to vote for me/us and in my/our name(s) for the Scheme (either with or without modifications, as my/our proxy may approve) or against the Scheme, as indicated below^(Note 4), or if no such indication is given, as my/our proxy thinks fit.

FOR the Scheme	AGAINST the Scheme

Dated this _____ day of _____, 2017

Signature(s)^(Note 5) _____

Contact telephone number _____

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of Scheme Shares (as defined in the Scheme) registered in your name(s) to which the proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the Scheme Shares registered in your name(s).
3. Any Scheme Shareholder entitled to attend and vote at the Court Meeting is entitled to appoint another person as his proxy to attend and vote instead of him. If any proxy other than the Chairman is preferred, strike out the words "THE CHAIRMAN OF THE COURT MEETING" and insert the name and address of the proxy desired in the space provided. A Scheme Shareholder who is the holder of two or more Scheme Shares may appoint more than one proxy to attend and vote on his behalf at the Court Meeting provided that if more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which such proxy is so appointed. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE COURT MEETING WILL ACT AS YOUR PROXY. ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR THE SCHEME, PLEASE PUT A "✓" IN THE APPROPRIATE BOX MARKED "FOR the Scheme". IF YOU WISH TO VOTE AGAINST THE SCHEME, PLEASE PUT A "✓" IN THE APPROPRIATE BOX MARKED "AGAINST the Scheme"**. Failure to tick either 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 Court Meeting other than those referred to in the Notice of the Court Meeting.
5. 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 under its seal or under the hand of an officer or attorney duly authorised.
6. A person entitled to more than one vote need not use all his votes or cast all the votes he uses in the same way and in such case, please state the relevant number of Scheme Shares in the appropriate boxes above.
7. In the case of joint holders, the vote of a senior who tenders a vote, whether in person or by authorised representative or by proxy, will be accepted to the exclusion of the votes of the other joint holder(s), and for this purpose seniority will be determined by the order in which the names stand in the register of members of the Company.
8. 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 at the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time fixed for the holding of this Court Meeting (being 10:00 a.m. on Monday, 21 August 2017 (Hong Kong time)) or any adjournment thereof. If this form is not so deposited, it may, however, be handed to the Chairman of the Court Meeting at the Court Meeting, who shall have absolute discretion as to whether or not to accept it.
9. A proxy need not be a member of the Company but must attend the Court Meeting in person to represent you.
10. Completion and delivery of the form of proxy will not preclude you from attending and voting at the Court Meeting or any adjourned Court Meeting if you so wish and in such event, this form of proxy shall be deemed to be revoked.

PERSONAL INFORMATION COLLECTION STATEMENT

Your supply of your and your proxy's (or proxies') name(s) and address(es) is on a voluntary basis for the purpose of processing your request for the appointment of a proxy (or proxies) and your voting instructions for the meeting of the Company (the "Purposes"). We may transfer your and your proxy's (or proxies') name(s) and address(es) to our agent, contractor, or third party service provider who provides administrative, computer and other services to us for use in connection with the Purposes and to such parties who are authorized by law to request the information or are otherwise relevant for the Purposes and need to receive the information. Your and your proxy's (or proxies') name(s) and address(es) will be retained for such period as may be necessary to fulfil the Purposes. Request for access to and/or correction of the relevant personal data can be made in accordance with the provisions of the Personal Data (Privacy) Ordinance and any such request should be in writing by mail to the Company/Computershare Hong Kong Investor Services Limited at the above address.

* For identification purposes only