



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 EXTRAORDINARY GENERAL MEETING TO BE HELD ON WEDNESDAY, 23 AUGUST 2017

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 EXTRAORDINARY GENERAL MEETING^(Note 3) or _____

of _____
as my/our proxy to attend the Extraordinary General Meeting (and any adjournment thereof) 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 11:30 a.m. (or immediately after the conclusion of the court meeting, convened by the direction of the Grand Court of Cayman Islands for the same place and date) for the purposes of considering, and if thought fit, passing the resolutions as set out in the Notice of the Extraordinary General Meeting dated 13 July 2017 convening the Extraordinary General Meeting and at such Extraordinary General Meeting (or any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the resolutions as indicated below ^(Note 4) and if no such indication is given, as my/our proxy thinks fit.

| Special Resolution ^(Note 5) : | | For | Against |
|---|---|-----|---------|
| 1. | To approve and give effect to the Scheme and the Capital Reduction, to issue such number of new Shares as is equal to the number of Scheme Shares cancelled as a result of the Scheme, credited as fully paid, to United Elite Agents Limited, to apply the credit arising in the Company's books of account as a result of the Capital Reduction in paying up such new Shares and to authorise the Directors to allot and issue such new Shares and to do all acts and things considered by them to be necessary or desirable in connection with the implementation of the Scheme and the Capital Reduction. | | |
| Ordinary Resolution ^(Note 5) : | | For | Against |
| 2. | To approve, ratify and confirm the Undertakings given by the Committed Shareholders to United Elite Agents Limited to opt-out from the Scheme. | | |

Dated this _____ day of _____, 2017 Signature(s)^(Note 6) _____
Contact telephone number _____

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 the proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the shares in the capital of the Company registered in your name(s).
- Any member of the Company entitled to attend and vote at the Extraordinary General 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 EXTRAORDINARY GENERAL MEETING" and insert the name and address of the proxy desired in the space provided. A member of the Company who is the holder of two or more shares may appoint more than one proxy to attend and vote on his behalf at the Extraordinary General 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 EXTRAORDINARY GENERAL MEETING WILL ACT AS YOUR PROXY. ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, PLEASE PUT A "✓" IN THE BOX MARKED "For". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, PLEASE PUT A "✓" IN THE BOX MARKED "Against".** Failure to complete any or all of the boxes 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 Extraordinary General Meeting other than those referred to in the Notice of the Extraordinary General Meeting.
- The full text of the resolutions are set out in the Notice of the Extraordinary General Meeting dated 13 July 2017.
- 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.
- All resolutions will be put to vote by way of poll at the Extraordinary General Meeting. Every member of the Company present in person (or being a corporate, is present by its duly authorised representative), or by proxy shall have one vote for every fully paid share of which he is the holder.
- 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 shares in the appropriate boxes above.
- 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.
- 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 appointed for the holding of the meeting (being 11:30 a.m. on Monday, 21 August 2017 (Hong Kong time)). or any adjournment thereof.
- A proxy need not be a member of the Company but must attend the Extraordinary General Meeting in person to represent you.
- Completion and delivery of the form of proxy will not preclude you from attending and voting at the Extraordinary General Meeting (or any adjournment thereof) 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