



國華集團

CHINA BEST GROUP HOLDING LIMITED

國華集團控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 370)

FORM OF PROXY FOR USE AT THE SPECIAL GENERAL MEETING TO BE HELD AT ROOM 3405, BANK OF AMERICA TOWER, 12 HARCOURT ROAD, CENTRAL, HONG KONG ON MONDAY, 22 APRIL 2013 AT 11:00 A.M.

I/We (Note 1), _____ (name of shareholder) of _____ (address of shareholder) being the registered holder(s) of (Note 2) _____ shares of HK\$0.05 each in the capital of China Best Group Holding Limited (the "Company") hereby appoint (Note 3) the Chairman of the Special General Meeting or _____ of _____

as my/our proxy to attend and act on my/our behalf at the Special General Meeting of the Company to be held at Room 3405, Bank of America Tower, 12 Harcourt Road, Central, Hong Kong on Monday, 22 April 2013 at 11:00 a.m. or at any adjournment thereof and to vote for me/us on the resolutions referred to in the Notice of the Special General Meeting (with or without modifications) as indicated below:

Table with 3 columns: ORDINARY RESOLUTIONS, For (Note 4), and Against (Note 4). It contains two rows of resolutions regarding the Placing Letter and director authorization.

Dated this _____ day of _____ 2013

Signature (Note 5) _____

Notes:-

- 1. Please insert full name(s) and address(es) in BLOCK CAPITALS.
2. Please insert the number of shares registered in your name(s) to which the proxy relates.
3. If any proxy other than the Chairman of the Special General Meeting is preferred, strike out the words "the Chairman of the Special General Meeting or", and insert the name and address of the proxy desired in the space provided.
4. IMPORTANT: IF YOU WISH YOUR PROXY TO VOTE ON YOUR BEHALF FOR A PARTICULAR RESOLUTION, TICK THE BOX MARKED "FOR".
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 common seal or under the hand of any duly authorised officer.
6. In the case of joint registered holders of any share, any one of such persons may vote at the Special General Meeting, either personally or by proxy.
7. 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 of such power of attorney or other authority, must be deposited at the office of the Company's branch Share Registrar, Tricor Tengis Limited at 26th Floor Tesbury Centre, 28 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for the holding of the Special General Meeting or any adjourned meeting (as the case may be).
8. The proxy need not also be a member of the Company but must attend the Special General Meeting in person to represent you.
9. Completion and return of this form of proxy will not preclude you from attending and voting in person at the Special General Meeting if you so wish.
10. ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE DULY INITIALLED BY THE PERSON WHO SIGNS IT.

* For identification purpose only