



中國投資

## CHINA INVESTMENT FUND COMPANY LIMITED

### 中國投資基金有限公司\*

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 00612)

### PROXY FORM FOR USE AT THE EXTRAORDINARY GENERAL MEETING TO BE HELD ON SATURDAY, 12 MARCH 2016

I/We<sup>1</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of<sup>2</sup> \_\_\_\_\_  
shares of HK\$0.05 each in the share capital of China Investment Fund Company Limited (the "Company")  
HEREBY APPOINT<sup>3</sup> \_\_\_\_\_  
of \_\_\_\_\_  
or failing him, the chairman of the extraordinary general meeting of the Company (the "Extraordinary General Meeting" or "EGM") as my/our proxy to act for me/us and to vote for me/us and on my/our behalf at the Extraordinary General Meeting (or any adjourned meeting) to be held at 9/F, Gloucester Tower, The Landmark, 15 Queen's Road Central, Central, Hong Kong on Saturday, 12 March 2016 at 10:30 a.m. or any adjournment thereof for the purpose of considering and, if thought fit, passing the resolutions as set out in the notice of the Extraordinary General Meeting dated 2 February 2016 as indicated below, and, if no such indication is given, as my/our proxy thinks fit.

	Ordinary Resolutions	FOR <sup>4</sup>	AGAINST <sup>4</sup>
1.	To consider and if thought fit the passing of an ordinary resolution of the Company to remove Mr. Luk Hong Man, Hammond as executive director of the Company with immediate effect;		
2.	To consider and if thought fit the passing of an ordinary resolution of the Company to remove Mr. Ye Yinggang as executive director of the Company with immediate effect;		
3.	To consider and if thought fit the passing of an ordinary resolution of the Company to remove Mr. Zhang Xi as executive director of the Company with immediate effect;		
4.	To consider and if thought fit the passing of an ordinary resolution of the Company to remove Mr. Yao Yuan as non-executive director of the Company with immediate effect;		
5.	To consider and if thought fit the passing of an ordinary resolution of the Company to remove Mr. Sui Guangyi as non-executive director of the Company with immediate effect;		
6.	To consider and if thought fit the passing of an ordinary resolution of the Company to remove Mr. Shi Minqiang as non-executive Director of the Company with immediate effect;		

\* For identification purpose only

Ordinary Resolutions		FOR <sup>4</sup>	AGAINST <sup>4</sup>
7.	To consider and if thought fit the passing of an ordinary resolution of the Company to remove Mr. Yao Zhixiang as non-executive director of the Company with immediate effect;		
8.	To consider and if thought fit the passing of an ordinary resolution of the Company to remove all executive director(s), non-executive director(s) and independent non-executive directors of the Company that are being appointed by the Company between 13 January 2016 and the EGM with immediate effect;		
9.	To consider and if thought fit the passing of an ordinary resolution of the Company to appoint Mr. Man Kam Tong as executive director of the Company with immediate effect;		
10.	To consider and if thought fit the passing of an ordinary resolution of the Company to appoint Mr. Fan Weiyong as non-executive director of the Company with immediate effect;		
11.	To consider and if thought fit the passing of an ordinary resolution of the Company to appoint Ms. Lin Yan Jenny as non-executive director of the Company with immediate effect;		
12.	To consider and if thought fit the passing of an ordinary resolution of the Company to appoint Mr. Tam Tak Wah as non-executive director of the Company with immediate effect; and		
13.	To consider any other business put forward to the EGM pursuant to the Articles of Association of the Company.		

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

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2016

*Notes:*

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of shares of HK\$0.05 each in the Company registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the shares in the share capital of the Company registered in your name(s).
3. 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. A proxy need not be a member of the Company.
4. **Important: If you wish to vote for the resolution, tick in the appropriate box marked "For". If you wish to vote against the resolution, tick in the appropriate box marked "Against".** Failure to tick a box will entitle your proxy to cast your vote at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than that referred in above.
5. This proxy form must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, either under seal or under the hand of an officer or attorney or other person duly authorised.
6. Where there are joint holders of any share, any one of such joint holder may vote at the meeting or any adjourned meeting, either in person or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders be present at the meeting or any adjourned meeting, the vote of the senior who renders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register of members in respect of the joint holdings.
7. To be valid, this proxy form, together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of such power or authority, must be deposited at the branch share registrar and transfer office of the Company in Hong Kong, Tricor Standard Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time of the meeting or any adjourned meeting.
8. Any alteration made to this proxy form must be initialled by the person who signs it.