



CHINA BILLION RESOURCES LIMITED

中富資源有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 274)

Form of Proxy for use at the Annual General Meeting and any adjournment thereof

I/We⁽¹⁾ _____
of _____
being the registered holder(s) of ⁽²⁾ _____ shares of HK\$0.1 each in the share capital of China Billion Resources Limited ("**Company**") hereby appoint the Chairman of the meeting, or ^(3 & 4) _____
of _____
to act as my/our proxy at the annual general meeting of the Company ("**Meeting**") to be held at Lily Room, 3rd Floor, Best Western Plus Hotel Hong Kong, 308 Des Voeux Road West, Hong Kong on Monday, 12 October 2015 at 11:00 a.m. (and at any adjournment thereof) and to vote on my/our behalf on the undermentioned resolutions as directed below or, if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTIONS		For ⁽⁵⁾	Against ⁽⁵⁾
1.	To receive and consider the audited consolidated financial statements and the reports of the directors and auditor for the year ended 31 December 2011.		
2.	To receive and consider the audited consolidated financial statements and the reports of the directors and auditor for the year ended 31 December 2012.		
3.	To receive and consider the audited consolidated financial statements and the reports of the directors and auditor for the year ended 31 December 2013.		
4.	To receive and consider the audited consolidated financial statements and the reports of the directors and auditor for the year ended 31 December 2014.		
5.	(a) To re-elect Mr. Zuo Weiqi as director of the Company.		
	(b) To re-elect Mr. Chen Yi Chung as director of the Company.		
	(c) To re-elect Mr. Xiao Jie as director of the Company.		
	(d) To re-elect Mr. Jin Shunxing as director of the Company.		
	(e) To re-elect Mr. Chiang Tsung-Nien as director of the Company.		
	(f) To re-elect Ms. Liu Shuang as director of the Company.		
	(g) To authorize the board of directors to fix their remuneration.		
6.	To re-appoint ZHONGHUI ANDA CPA Limited as auditor and authorise the board of directors to fix its remuneration.		

Dated: _____, 2015

Signature⁽⁶⁾: _____

Notes:

1. Full name(s) and address(es) (as shown in the register of members of the Company) to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of shares of HK\$0.1 each of 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 capital of the Company registered in your name(s).
3. If any proxy other than the Chairman of the Meeting is preferred, please delete the words "**the Chairman of the meeting, or**" and insert the name and address of the proxy desired in the space provided.
4. Any shareholder who is the holder of two or more shares and who is entitled to attend and vote at the Meeting is entitled to appoint more than one proxy to attend and vote instead of him. A proxy need not be a shareholder of the Company, but must attend the Meeting in person to represent you.
5. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE PLACE A "✓" IN THE RELEVANT BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE PLACE A "✓" IN THE RELEVANT BOX MARKED "AGAINST".** Failure to complete 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 Meeting other than those referred to in the Notice convening the Meeting.
6. This form of proxy must be signed by you or your attorney duly authorized in writing or, in the case of a corporation, must be either under its common seal or under the hand of an officer or attorney or other person duly authorized.
7. If more than one of the joint holders are present at the Meeting personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such share(s) shall alone be entitled to vote in respect thereof.
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 notarially certified copy of such power or authority must be deposited at the Company's Hong Kong branch share registrar and transfer office, Tricor Tengis Limited at 22nd Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time for holding the Meeting and any adjournment thereof.
9. Completion and return of this form of proxy will not preclude you from attending and voting in person at the Meeting and any adjournment thereof if you so wish.