

LONKING 龍工

LONKING HOLDINGS LIMITED

中國龍工控股有限公司*

(Incorporated in the Cayman Islands with limited liability)
(Stock code: 3339)

**Form of proxy for use by shareholders at the Annual General Meeting
to be convened on 28 May 2010 at 10:00 a.m.**

I/We ^(note a) _____
of _____
being the registered holder(s) of _____ shares ^(note b) of HK\$0.10 each in the capital of Lonking Holdings Limited (the "Company") HEREBY APPOINT THE CHAIRMAN OF THE ANNUAL GENERAL MEETING of the company (the "Annual General Meeting") or ^(note c) _____
of _____
to act as my/our proxy at the Annual General Meeting to be held at 2/F., Lecture Room, Jucai Office Building, 26 Minyi Road, Xingqiao, Songjiang Industrial, Shanghai 201612, the People's Republic of China on 28 May 2010 at 10:00 a.m. or at any adjournment thereof to vote on my/our behalf as indicated below ^(note d).

		FOR ^(note d)	AGAINST ^(note d)
1	To receive and consider the audited consolidated financial statements and the reports of the directors of the Company (the "Directors") and the auditors of the Company (the "Auditors") for the year ended 31 December 2009		
2	To declare a final dividend of HK\$0.07 per share for the year ended 31 December 2009 as recommended by the board of Directors		
3	(i) To re-elect Mr. Li San Yim as an executive Director		
	(ii) To re-elect Mr. Qiu Debo as an executive Director		
	(iii) To re-elect Mr. Luo Jianru as an executive Director		
	(iv) To re-elect Dr. Mou Yan Qun as an executive Director		
	(v) To re-elect Mr. Chen Chao as an executive Director		
	(vi) To re-elect Mr. Lin Zhong Ming as an executive Director		
	(vii) To re-elect Ms. Ngai Ngan Ying as a non-executive Director		
	(viii) To re-elect Ms. Pan Longqing as a non-executive Director		
	(ix) To re-elect Dr. Qian Shizheng as an independent non-executive Director		
	(x) To re-elect Mr. Han Xuesong as an independent non-executive Director		
	(xi) To authorise the board of Directors to fix the remuneration of the Directors		
4	(i) To appoint Ms. Fang Deqin as an executive Director		
	(ii) To authorise the board of Directors to fix the remuneration of Ms. Fang Deqin		
5	To re-appoint Messrs. Deloitte Touche Tohmatsu as an auditor of the Company and to authorise the board of Directors to fix their remuneration		
6	To grant a general mandate to the Directors to allot, issue and deal with new shares of the Company		
7	To grant a general mandate to the Directors to repurchase the shares of the Company		
8	To extend the general mandate granted to the Directors to allot, issue and deal with new shares under resolution numbered 6 by the number of shares repurchased by the Company under resolution numbered 7		

Dated the _____ day of _____ 2010

Shareholder's signature _____ ^(notes e, f, g and h)

Notes:

- a. Full name(s) and address to be inserted in BLOCK CAPITALS. The names of all joint holders should be stated.
- b. Please insert the number of shares 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).
- c. Any member of the Company entitled to attend and vote at a meeting of the Company shall be entitled to appoint another person (who must be an individual) as his/her proxy to attend and vote instead of him/her. A proxy need not be a member of the Company. A member who is the holder by two or more shares may appoint more than one proxy to represent him/her and vote in his/her stead. If you wish to appoint a person other than the Chairman of the Annual General Meeting as your proxy, please delete the words "ANNUAL GENERAL MEETING OF THE COMPANY" or "and insert the name and address of the person appointed as proxy in BLOCK CAPITALS in the space provided. IF NO NAME IS INSERTED, THE CHAIRMAN OF THE ANNUAL GENERAL MEETING WILL ACT AS YOUR PROXY.
- d. IMPORTANT: If you wish to vote FOR any of the resolutions set out above, please tick the box marked "FOR" beside the appropriate resolution. If you wish to vote "AGAINST" any resolution, please tick the box marked "AGAINST" beside the appropriate resolution. If this form returned is duly signed but without specific direction on any of the proposed resolutions or a particular proposed resolution, the proxy will vote or abstain at his/her discretion in respect of all resolutions or a particular resolution. A proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Annual General Meeting other than those set out in the notice convening the Annual General Meeting (or any adjournment thereof).
- e. Where there are joint registered holders of any share, any one of such persons may vote at any meeting, either personally or by proxy, in respect of such share as if he/she were solely entitled thereto; but if more than one of such joint holders be present at any meeting, whether in person or by proxy, one of the joint holders whose name stands first in the register of members of the Company in respect of the relevant joint holding shall be entitled to vote in respect thereof.
- f. The form of proxy must be signed by the appointor or his attorney authorized in writing or, if the appointor is a corporation, either under its seal or under the hand of an officer, attorney or other person duly authorized to sign the same.
- g. 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 notationally certified copy of such power or authority must be deposited at the Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 48 hours before the time of the Annual General Meeting or any adjourned meeting. Delivery of any instrument appointing a proxy shall not preclude a member from attending and voting in person at the meeting or poll concerned and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
- h. Any alteration made to this form should be initialed by the person who signs the form.

* For identification purposes only