



**北京京客隆商業集團股份有限公司**  
**BEIJING JINGKELONG COMPANY LIMITED\***  
*(a joint stock limited company incorporated in the People's Republic of China)*  
**(Stock Code: 814)**

**Proxy form for use at the Annual General Meeting (as defined below) of Beijing Jingkelong Company Limited and any adjournment thereof**

No. of Shares to which this Proxy relates <i>(Note 1)</i>	
Type of Shares (H Shares and/or Domestic Shares) to which this Proxy relates <i>(Note 1)</i>	

I/We *(Note 2)* \_\_\_\_\_  
 of \_\_\_\_\_  
 being the registered holder(s) of H Shares and/or Domestic Shares in BEIJING JINGKELONG COMPANY LIMITED (the “**Company**”), HEREBY APPOINT the Chairman of the Meeting or *(Note 3)* \_\_\_\_\_  
 of \_\_\_\_\_  
 as my/our proxy to attend and act for me/us at the Annual General Meeting of the Company to be held at the Conference Room, 4th Floor, Block No. 45, Xinyuan Street, Chaoyang District, Beijing, the People's Republic of China at 9:00 a.m. on Thursday, 28 May 2015 (and at any adjournment thereof) (the “**Annual General Meeting**”) and to exercise all rights conferred on proxies under law, regulation and the Articles of Association of the Company in respect of any other business to be considered in the Annual General Meeting. I/We wish my/our proxy to vote as indicated below in respect of the resolutions to be proposed at the Annual General Meeting as hereunder indicated, or if no such indication is given, as my/our proxy thinks fit.

Unless the context requires otherwise, terms defined in the notice convening the Annual General Meeting to the shareholders of the Company dated 10 April 2015 (the “**Notice**”) shall have the same meanings when used herein.

	<b>ORDINARY RESOLUTIONS</b>	<b>For</b> <i>(Note 4)</i>	<b>Against</b> <i>(Note 4)</i>
1.	To consider and approve the Report of the Board of Directors of the Company for the year ended 31 December 2014.		
2.	To consider and approve the Report of the Supervisory Committee of the Company for the year ended 31 December 2014.		
3.	To consider and receive the consolidated audited financial statements of the Company and the Auditors' Report for the year ended 31 December 2014.		
4.	To consider and approve the appointment of Ruihua Certified Public Accountants LLP. (瑞華會計師事務所(特殊普通合夥)) as the auditor of the Company for the period from the conclusion of the 2014 Annual General Meeting to the conclusion of the annual general meeting of the Company for the year ending 31 December 2015, and to authorise the audit committee of the Board of Directors of the Company to determine their respective remuneration.		
5.	To consider and approve the profit distribution of the Company for the year ended 31 December 2014, including the payment of the final dividend of RMB0.1 per share of the Company.		

\* For identification purpose only

	<b>SPECIAL RESOLUTIONS</b>	<b>For</b> <i>(Note 4)</i>	<b>Against</b> <i>(Note 4)</i>
6.	To grant the General Mandate to the Board of Directors of the Company to issue Domestic Shares and/or H Shares and to approve the related matters set out in the Circular of the Annual General Meeting.		
7.	To consider and approve the granting of a general mandate to the Board of Directors of the Company to issue short term debentures in the PRC.		

Dated the \_\_\_\_\_ day of \_\_\_\_\_ 2015

Signature(s) *(Note 5)*: \_\_\_\_\_

*Notes:*

- Please insert clearly the number of Shares and whether they are H Shares and/or Domestic Shares registered in your name(s) in respect of which the proxy is so appointed. If no such number is inserted, the proxy will be deemed to be appointed in respect of all the H Shares and/or Domestic Shares registered in your name(s).
- Please insert full name(s) and address(es) in **BLOCK CAPITALS**.
- Where the proxy appointed is not the Chairman of the Annual General Meeting, please cross out “the Chairman of the meeting or”, and fill in the name(s) and address(es) of the proxy in the space provided. Each Shareholder entitled to attend and vote at the Annual General Meeting may appoint one or more proxies to attend and vote at the on his behalf. A proxy need not be a Shareholder. With respect to any Shareholder who has appointed more than one proxy, the proxy holder may only vote on a poll. The person who signs this proxy form shall initial against any alteration in it.
- Important: if you wish to vote for any resolution, tick in the box marked “For”. If you wish to vote against any resolution, tick in the box marked “Against”. Failure to tick any box will entitle your proxy to cast your vote at his discretion.
- This form of proxy must be signed by you or your attorney duly authorised in writing. If the form of proxy is signed by your attorney duly authorised in writing, the relevant power of attorney and other relevant documents of authorisation (if any) must be notarised. If a corporate Shareholder appoints a person other than its legal representative to attend the Annual General Meeting on its behalf, the relevant form of proxy must be affixed with the company seal/chop of the corporate Shareholder or duly signed by its director or any other person duly authorised by that corporate Shareholder as required by the Articles of Association of the Company.
- In order to be valid:
  - with respect to H Shares, this completed and signed proxy form and the relevant notarised power of attorney (if any) and other relevant documents of authorisation (if any), shall be delivered by personal delivery or by post to the Company’s H-Shares Registrar and Transfer Office such that the same shall be received by the Company’s H-Shares Registrar and Transfer Office not less than 24 hours before the time appointed for the Annual General Meeting. The contact details of the Company’s H-Shares Registrar and Transfer Office are as follows:  
  
Computershare Hong Kong Investor Services Limited  
17M Floor, Hopewell Centre  
183 Queen’s Road East  
Wanchai  
Hong Kong
  - with respect to Domestic Shares, this completed and signed proxy form and the relevant notarised power of attorney (if any) and other relevant documents of authorisation (if any), shall be delivered by personal delivery or by post to the Secretary to the Board of the Company such that the same shall be received by the Secretary to the Board of the Company not less than 24 hours before the time appointed for the Annual General Meeting. The contact details of the Secretary to the Board of the Company are as follows:  
  
3rd Floor  
Block No.45, Xinyuan Street  
Chaoyang District, Beijing  
The People’s Republic of China