



Shenzhen International Holdings Limited

深圳國際控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 00152)

Form of Proxy for the Special General Meeting to be held on Friday, 16 April 2010

I/We⁽¹⁾ _____
of _____
being the registered holder(s) of⁽²⁾ _____ shares of HK\$0.10 each of Shenzhen International Holdings Limited (the "Company") HEREBY APPOINT⁽³⁾ the Chairman of the meeting or _____
of _____
to act as my/our proxy at the special general meeting of the Company (the "SGM") to be held at Rooms 2206-2208, 22nd Floor, Greenfield Tower, Concordia Plaza, No.1 Science Museum Road, Tsimshatsui East, Kowloon, Hong Kong on Friday, 16 April 2010 at 11:00 a.m. and at any adjournment thereof, and to vote on my/our behalf on the undermentioned resolution as directed below.

	Ordinary Resolution	FOR ⁽⁴⁾	AGAINST ⁽⁴⁾
1.	<p>THAT:</p> <p>(a) the entering into of the capital increase agreement dated 21 March 2010 (the "Agreement") (a copy of which, signed by the Chairman of the meeting for the purpose of identification, has been produced to the meeting marked "A") by Shenzhen International Total Logistics (Shenzhen) Co., Ltd. (深國際全程物流(深圳)有限公司) ("Total Logistics"), a company established under the laws of the PRC and a wholly-owned subsidiary of the Company, Air China Limited (中國國際航空股份有限公司) and Shenzhen Huirun Investment Co. Ltd. (深圳市匯潤投資有限公司) in relation to the capital contribution totalling RMB1,030,125,000 to Shenzhen Airlines Limited (深圳航空有限責任公司) ("Shenzhen Airlines") and the contribution by Total Logistics of RMB347,981,250 to subscribe for an additional registered capital of RMB173,125,000 in Shenzhen Airlines, and the transactions contemplated thereunder be hereby approved, confirmed and ratified; and</p> <p>(b) the board of directors of the Company (the "Board") be and is hereby authorised to do all such acts and things and execute all such documents as it considers necessary or expedient or desirable in connection with, or to give effect to, the Agreement and to implement the transactions contemplated thereunder and to agree to such variations, amendments or waivers of matters relating thereto as are, in the opinion of the Board, in the interest of the Company.</p>		

Dated this _____ day of _____ 2010 Signature(s)⁽⁶⁾⁽⁷⁾: _____:

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK** capitals. The names of all joint holders should be stated.
2. 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).
3. If any proxy other than the Chairman of the meeting is preferred, please insert in **BLOCK** capitals full name and address of the proxy desired and strike out "the Chairman of the meeting or".
4. Please indicate with a "✓" in the spaces provided how you wish your vote(s) to be cast. Should this form be returned duly signed but without a specific direction, the proxy will vote or abstain at his discretion.
5. A member entitled to attend and vote at the meeting may appoint one or more proxies to attend and vote in his stead. A proxy need not be a member of the Company but must attend the meeting in person to represent the member.
6. This form of proxy must be signed by you, or your attorney duly authorised in writing, or in the case of a corporation, either under its common seal or under the hand of an officer or attorney so authorised.
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 or authority must be deposited at 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 holding the meeting or any adjournment thereof.
8. Any alteration made to this form of proxy must be initialled by the person who signs it.
9. In the case of joint holders, the vote of the senior who tenders a vote whether in person or by proxy will be accepted to the exclusion of all other joint holders and for this purpose, seniority will be determined by the order in which the names stand in the register of members in respect of the joint holding.
10. Completion and return of the form of proxy will not preclude you from attending and voting in person at the meeting. In the event that you attend the meeting after having lodged this form of proxy with the Company's branch share registrar, this form of proxy will be deemed to have been revoked.

* For identification purpose only