



AUSNUTRIA DAIRY CORPORATION LTD

澳優乳業股份有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1717)

Proxy form for Extraordinary General Meeting

I/We (note 1) _____
of _____ (note 1)
being the registered holder(s) of (note 2) _____ shares of HK\$0.10 each in AUSNUTRIA DAIRY CORPORATION LTD (the "Company"), hereby appoint (note 3) _____
of _____
or failing him, the Chairman of the meeting as my/our proxy to attend and act for me/us at the extraordinary general meeting of the Company ("EGM") to be held at 2:00 p.m. on 14 October 2011 at No.2 East Wangwang Road, Hexi, Changsha, Hunan Province, PRC and any adjournment thereof and to vote at such meeting in respect of the resolution as hereunder indicated, or if no such indication is given, as my/our proxy thinks fit.

As Ordinary Resolution	For (note 4)	Against (note 4)
To approve the Acquisition Agreement and the transactions contemplated thereunder (including but not limited to the allotment and issue of the Consideration Shares)		

Signature(s) (note 5): _____

Date: _____ 2011

Notes:

1. Please insert full name(s) and address(es) in **block capitals**.
2. Please indicate clearly the number of shares in the Company 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 shares in the Company registered in your name(s).
3. Where the proxy appointed is not the Chairman of the meeting, please cross out "or failing him, the Chairman of the meeting" and fill in name(s) and address(es) of the proxy in the space provided. **Each shareholder is entitled to appoint one or more than one proxy to attend and vote at the EGM on his behalf. The proxy needs not be a member of the Company.**
4. **Important:** if you wish to vote for the resolution, tick in the box marked "For". If you wish to vote against the resolution, tick in the box marked "Against". Failure to tick any box will entitle your proxy to abstain or 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 EGM other than that set out in the notice convening the EGM.
5. In case of a joint holding, this form of proxy may be signed by any joint holder, but if more than one joint holder is present at the EGM, whether in person or by proxy, that one of the joint holders whose name stands first on the register of members in respect of the relevant joint holding shall alone be entitled to vote in respect thereof.
6. This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation or institution, either under the seal or under the hand of any director or attorney duly authorised in writing.
7. To be valid, this proxy form and, if such proxy form is signed by a person under a power of attorney or other authority on behalf of the appointor, that power of attorney or other authority (if applicable) or a certified copy thereof, must be deposited with the Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for the holding of the EGM.
8. Any alteration made to this proxy form must be initialled by the person(s) who sign(s) it.