

國華集團

(name of shareholder)

CHINA BEST GROUP HOLDING LIMITED

國華集團控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 370)

FORM OF PROXY FOR USE AT THE SPECIAL GENERAL MEETING TO BE HELD AT ROOM 3405, BANK OF AMERICA TOWER, 12 HARCOURT ROAD, CENTRAL, HONG KONG ON MONDAY, 22 APRIL 2013 AT 11:00 A.M.

of	((address of shareholder
otshares of HK\$0.05 each ii	n the capital of China Bes	t Group Holding Limited
(the "Company") hereby appoint ^(Note 3) the Chairman of the Special General Meeting or of		
as my/our proxy to attend and act on my/our behalf at the Special General Meeting of the Co Tower, 12 Harcourt Road, Central, Hong Kong on Monday, 22 April 2013 at 11:00 a.m. or at any resolutions referred to in the Notice of the Special General Meeting (with or without modifica	adjournment thereof and	l to vote for me/us on th
ORDINARY RESOLUTIONS	For (Note 4)	Against (Note 4)
"THAT: (i) the placing letter (the "Placing Letter") dated 31 January 2013 (as amended and supplemented from time to time) (a copy of which has been produced to the SGM marked "A" and signed by the Chairman of the SGM for the purpose of identification) entered into between Jet-Air (H.K.) Limited ("Jet-Air"), the Company's wholly owned subsidiary and KCG Securities Asia Limited in relation to the subscription by Jet-Air of the convertible bonds and the promissory notes to be issued by North Asia Resources Holdings Limited each in an aggregate principal amount of US\$7,000,000 and the transactions contemplated thereunder are hereby		
approved, ratified and confirmed; and (ii) any one or more of the directors of the Company (the "Director(s)") be and is/are hereby authorised to do all such acts and things and execute all such documents on behalf of the Company which he/they consider(s) necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the terms of the Placing Letter and the transactions contemplated thereunder and all acts by the Director(s) as aforesaid be and is/are hereby approved, ratified and confirmed."		
Notes:-	ignature ^(Note 5)	
1 Please insert full name(s) and address(es) in BLOCK CAPITALS		

- 2. Please insert the number of shares registered in your name(s) to which the proxy relates. 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).
- If any proxy other than the Chairman of the Special General Meeting is preferred, strike out the words "the Chairman of the Special General Meeting or", and insert the name and address of the proxy desired in the space provided. 3.
- IMPORTANT: IF YOU WISH YOUR PROXY TO VOTE ON YOUR BEHALF FOR A PARTICULAR RESOLUTION, TICK THE BOX MARKED "FOR". IF YOU WISH YOUR PROXY TO VOTE AGAINST A PARTICULAR RESOLUTION, TICK THE BOX MARKED "AGAINST". If you do not indicate how you wish your proxy to vote, your proxy will be entitled to exercise his discretion whether to vote for or against the resolutions or to abstain from voting. Your proxy will 4 also be entitled to vote at his discretion on any amendment to the resolutions referred to in the Notice of the Special General Meeting which has been properly put to the meeting.
- This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either under its common seal or under the hand of any duly authorised officer.
- In the case of joint registered holders of any share, any one of such persons may vote at the Special General Meeting, either personally or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders is present at the Special General Meeting personally or by proxy, the person whose name stands first on the register of members in respect of the relevant share will alone be entitled to vote in respect thereof.
- 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 of attorney or other authority, must be deposited at the office of 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 the holding of the Special General Meeting or any adjourned meeting (as the case may be).
- The proxy need not also be a member of the Company but must attend the Special General Meeting in person to represent you.
- Completion and return of this form of proxy will not preclude you from attending and voting in person at the Special General Meeting if you so wish.
- ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE DULY INITIALLED BY THE PERSON WHO SIGNS IT. 10
- * For identification purpose only