CIIH
中保國際控股有限公司
China Insurance International Holdings Company Limited

(Incorporated in Hong Kong with limited liability)

(Stock Code : 966)

FORM OF PROXY FOR USE AT THE CIIH EGM

I/We [(1)], _____

of [(1)] _____

being the registered holder(s) of [(2)] _____ shares of HK$0.05 each in the capital of China Insurance International Holdings Company Limited (the "Company"), **HEREBY APPOINT** [(3 & 4)] _____

or failing him [(3 & 4)] _____

of _____

or failing him, the Chairman of the meeting as my/our proxy to act for me/us at the extraordinary general meeting (or at any adjournment thereof) of the Company (the "CIIH EGM") to be held at 24/F, Ming An Plaza Phase II, 8 Sunning Road, Causeway Bay, Hong Kong on Thursday, 16 July 2009 at 3:00 p.m. or in the event that a black rainstorm warning or a tropical cyclone warning signal number 8 or above is hoisted or remains hoisted at 12:00 noon or any time after 12:00 noon on that day, at the same time and place on the first Business Day (as defined in note (5) below) after 16 July 2009 to vote on my/our behalf as directed below or, if no such direction is given, as my/our proxy thinks fit.

	Resolutions [(6)]	**For** [(7)]	**Against** [(7)]
1.	Ordinary Resolution No. 1		
2.	Ordinary Resolution No. 2		
3.	Special Resolution No. 3		

Date: _____, 2009 Signature [(7)]: _____

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
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 of the Company registered in your name(s).
3. A member of the Company entitled to attend and vote at the meeting shall be entitled to appoint another person as his proxy, or appoint up to two proxies if he holds two or more shares of the Company, to attend and, on a poll, vote for him. A proxy need not be a member of the Company.
4. Please insert the name and address of the proxy desired (up to a maximum of two proxies). **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.** The proxy need not be a member of the Company but must attend the meeting in person to represent you.
5. "Business Day" means any day (excluding Saturday) on which no black rainstorm warning or a tropical cyclone warning signal number 8 or above is hoisted or remains hoisted at 12:00 noon on that day and on which banks in Hong Kong are generally open for business. If a black rainstorm warning or a tropical cyclone warning signal number 8 or above is hoisted or remains hoisted at 12:00 noon or any time after 12:00 noon on 16 July 2009, the CIIH EGM will not be held on that day but will be held at the same time and place on the first Business Day after 16 July 2009 instead.
6. The full text of the ordinary and special resolutions are set out in the notice of CIIH EGM dated 19 June 2009.
7. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE PLACE A "✓" IN THE RELEVANT BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE PLACE A "✓" IN THE RELEVANT BOX MARKED "AGAINST"**. In the absence of such indication, your proxy will be entitled to cast his vote at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than those referred to in the notice convening this meeting.
8. 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 an officer, attorney or other person duly authorised to sign.
9. In the case of joint holders of a share the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders and for this purpose seniority shall be determined by the order in which the names stand in the register in respect of the joint holding.
10. To be valid, this form of proxy together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof, must be deposited at the registered office of the Company, 12/F., Ming An Plaza Phase II, 8 Sunning Road, Causeway Bay, Hong Kong not less than 48 hours before the time appointed for holding the meeting on 16 July 2009 or any adjournment thereof.
11. Any alteration made to this form of proxy must be initialed by the person who signs it.
12. Completion and deposit of the form of proxy will not preclude you from attending and voting at the extraordinary general meeting if you so wish.