



China Bio Cassava Holdings Limited

中國生物資源控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8129)

(Warrant Code: 8187)

PROXY FORM FOR EXTRAORDINARY GENERAL MEETING

I/We ^(Note 1) _____
of _____
being the registered holder(s) of ^(Note 2) _____ shares of HK\$0.0025
each in the capital of China Bio Cassava Holdings Limited (the “Company”) hereby appoint ^(Note 3) the Chairman
of the Meeting or ^(Note 4) _____
of _____
as my/our proxy to vote for me/us on my/our behalf at the meeting of the Company to be held at Meeting Room
3, G/F., Innocentre, 72 Tat Chee Avenue, Kowloon Tong, Kowloon, Hong Kong on Wednesday, 27 June 2012 at
10:30 a.m. (the “Meeting”) and at any adjournment thereof on the resolution as hereunder indicated:

ORDINARY RESOLUTION	FOR ^(Note 5)	AGAINST ^(Note 5)
To approve the share consolidation of every four (4) ordinary shares of a par value of HK\$0.0025 each in issued and unissued share capital of the Company into one (1) consolidated shares of a par value of HK\$0.01 each.		

Dated this _____ day of _____ 2012. Signature: _____

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 in the capital of the Company registered in your name(s).
3. If you wish to appoint a proxy other than the Chairman, please strike out the words “Chairman of the Meeting” and insert the name(s) and address(es) of the proxy (proxies) desired in the space provided.
4. Any member entitled to attend and vote at the above meeting is entitled to appoint a proxy or proxies to attend and, on a poll, vote instead of him. A proxy need not be a member of the Company.
5. Please indicate with a “✓” in the space beside the resolution as to how you wish the proxy (proxies) to vote on your behalf. Should this form be returned duly signed but without a specific direction, the proxy will vote for or against the resolution or will abstain at his discretion.
6. Where there are joint registered holders of any share, any one of such persons may vote at the Meeting, either personally or by proxy, in respect of such share as if he were solely entitled thereto but if more than one such joint holders be present at the Meeting personally or by proxy, that one of the said persons so present whose name stands first on the Register of Members in respect of such share shall alone be entitled to vote in respect thereof.
7. The form of proxy shall be in writing under the hand of the appointer or of his attorney authorised in writing, or if the appointer is a corporation, either under seal or under the hand of an officer or attorney duly authorised.
8. The form of proxy and the 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 principal place of business in Hong Kong at Unit B, 10th Floor, Culturecom Centre, 47 Hung To Road, Kwun Tong, Kowloon, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding the Meeting or any adjourned meeting.
9. Any alterations made to this form should be initialled.
10. Completion and return of this form will not preclude you from attending and voting in person at the Meeting or any adjournment thereof, and in such event, the proxy form shall be deemed to be revoked.