中國外運股份有限公司
SINOTRANS LIMITED

(a joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 0598)

Form of proxy for use at the H Shares Class Meeting ("H Shares Class Meeting") (or at any adjournment thereof)

I/We[1] ______________________________ of ______________________________

____________________ being the registered holder(s) of[2] ____________________ H shares of RMB1.00 each in the share capital of the Company (the "H Shares") in the capital of Sinotrans Limited (the "Company"), HEREBY APPOINT[3] the chairman of the H Shares Class Meeting, or

______________________________ of ______________________________

______________________________ as my/our proxy to attend for me/us at the H Shares Class Meeting (and at any adjournment thereof) to be held at No.1 Meeting Room, 12th Floor, Sinotrans Plaza A, A43, Xizhimen Beidajie, Haidian District, Beijing 100044, the People's Republic of China on Thursday, 11 June 2009 at 10:00 a.m. or immediately after the conclusion of the annual general meeting of the Company held on the same day at 9:30 a.m. for the purpose of considering and, if thought fit, passing the resolution as set out in the notice convening the said meeting and at such meeting (or at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the said resolution as hereunder indicated.

SPECIAL RESOLUTION	FOR[4]	AGAINST[4]
To approve a general mandate to repurchase H Shares.		

Signature(s)[5] ______________________ Date ______________________

Notes:

1. Full name(s) and address(es) must be inserted in BLOCK CAPITAL.
2. Please insert the number of H 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 of the Company registered in your name(s).
3. If any proxy other than the chairman is preferred, strike out "the chairman of the H Shares Class Meeting, or" and insert the name and address of the proxy desired in the space provided. A member may appoint one or more proxies to attend and vote in his stead. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON(S) WHO SIGN(S) IT.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK THE BOX MARKED "AGAINST".** Failure to tick either box will entitle your proxy to cast your vote or abstain at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the said meeting other than those referred to in the notice convening the meeting.
5. A member of the Company entitled to attend and vote at the H Shares Class Meeting convened by the above notice is entitled to appoint one or more proxies to attend and, on a poll, vote on his behalf. A proxy need not be a member of the Company.
6. The instrument appointing a proxy shall be in writing under the hand of the appointor or of a person authorised by the appointor in writing or if the appointor is a legal person, with under its seal or under the hand of its directors or its duly appointed agent.
7. In order to be valid, the form of proxy, together with a duly notarised power of attorney or other document of authority, if any, under which the form is signed must be deposited at the registered office of the Company not later than 24 hours before the time for holding the H Shares Class Meeting.