

ORIGO SINO-INDIA PLC
ANNUAL GENERAL MEETING

13 JULY 2009

FORM OF PROXY

To: Origo Sino- India PLC

I/We (INSERT FULL NAME)

of
(INSERT ADDRESS)

being (a) member/members of Origo Sino-India PLC (the "**Company**"), hereby appoint as my/our proxy, to attend and, on a poll, vote on my/our behalf at the annual general meeting of the Company to be held at 4th Floor, 1 Circular Road, Douglas, Isle of Man, IM99 3NZ at 13:00 on 13 July 2009 and at any adjournment thereof (the "**AGM**"), the duly appointed Chairman of the AGM or (*see Note 1*):

.....
 My/our proxy is to vote as indicated by an "X" below in respect of the resolution set out in the notice of the AGM. If no specific direction to voting is given, the proxy will vote or abstain at his discretion.

RESOLUTIONS	FOR	AGAINST	ABSTAIN
Resolution 1 To receive and adopt the Company’s annual accounts for the financial year ended 31 December 2008 together with the directors’ report and auditor’s report on those accounts			
Resolution 2 To re-appoint Ernst & Young LLC as auditors to hold office from the conclusion of the meeting to the conclusion of the next meeting at which accounts are laid before the Company			

RESOLUTIONS	FOR	AGAINST	ABSTAIN
<p>Resolution 3</p> <p>To authorise the directors to fix the remuneration of the auditors.</p>			
<p>Resolution 4</p> <p>To re-appoint Christopher Rynning to the position of director of the Company</p>			
<p>Resolution 5</p> <p>To re-appoint Christopher Jemmett to the position of director of the Company</p>			
<p>Resolution 6</p> <p>To approve the Investment Policy of the Company.</p>			
<p>Resolution 7</p> <p>That the provisions of Article 6.1 of the Articles of Association shall not apply to the allotment of any equity securities pursuant to the general authority given to the directors in accordance with the provisions of Article 5 of the Articles of Association and that accordingly, the directors may allot, grant options over or otherwise dispose of such shares to such persons, on such terms and in such manner as they see fit up to a maximum nominal amount of £40,245.21 (divided into 402,452,123 ordinary shares of £0.0001 each), without the need to make an offer to those persons who hold equity securities of the same class on the same or more favourable terms in proportion (as near as practicable) to their existing shareholdings of equity shareholdings of the same class when compared to the entire issued shares of that class, for the period from</p>			

RESOLUTIONS	FOR	AGAINST	ABSTAIN
the date of this resolution to the earlier of the next Annual General Meeting of the Company or 15 months from the date of the passing of this resolution.			

Signature(s) or Common Seal

.....

Date

Notes:

1. A shareholder entitled to attend and vote at the AGM may appoint one or more proxies of his or her choice to attend the AGM and, on a poll, vote on his or her behalf. If a proxy other than the Chairman of the meeting is preferred, please enter the name of your proxy in the space provided and delete the words "the duly appointed Chairman of the AGM or". A proxy need not be a member of the Company, but must attend the AGM to represent you.
2. To be valid, the form of proxy and any power of attorney or other authority under which it is signed and deposited at or posted to the offices of the Company's Registrars, Capita Registrars, Proxies Department, PO Box 25, Beckenham, Kent BR3 4BR (or if couriered or hand delivered to Capita Registrars, Proxy dept, The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4TU) by not later than 13:00 on 11 July 2009, being 48 hours before the time of the AGM.
3. A member may appoint more than one proxy in relation to the meeting provided that each proxy is appointed to exercise the rights attached to a different share or shares held by him. To appoint more than one proxy, you will need to complete a separate proxy form in relation to each appointment. Additional proxy forms may be obtained by photocopying the enclosed proxy form. You will need to state clearly on each proxy form the number of shares in relation to which the proxy is appointed. A failure to specify the number of shares each proxy appointment relates to or specifying a number in excess of those held by the member may result in the proxy appointment being invalid. You can only appoint a proxy using the procedures set out in these notes and the notes to the proxy form. The appointment of a proxy will not preclude a member from attending and voting in person at the meeting if he so wishes