



China.com Inc.

中華網科技公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8006)

PROXY FORM

FORM OF PROXY FOR USE AT THE EXTRAORDINARY GENERAL MEETING (THE "MEETING") TO BE HELD AT 33/F., CITICORP CENTRE, 18 WHITFIELD ROAD, CAUSEWAY BAY, HONG KONG AT 11:30 A.M. OR IMMEDIATELY AFTER THE COMPANY'S ANNUAL GENERAL MEETING FOR THE FINANCIAL YEAR ENDED DECEMBER 31, 2007 ON MAY 27, 2008

I/We _____ (Note 1) of _____

being the registered holder(s) of (Note 2) _____ shares of HK\$0.10 each in the capital of China.com Inc. (the "Company"), hereby appoint the Chairman of the Meeting or (Note 3) _____

of _____ as my/our proxy to attend and vote for me/us on my/our behalf at the Extraordinary General Meeting of the Company to be held at 33/F., Citicorp Centre, 18 Whitfield Road, Causeway Bay, Hong Kong at 11:30 a.m. or immediately after the Company's annual general meeting for the financial year ended December 31, 2007 on May 27, 2008 and at any adjournment thereof in respect of the resolution as indicated below:

Please put a "✓" in the appropriate box to indicate how you wish your vote(s) to be cast on a poll (Note 4).

Table with 3 columns: ORDINARY RESOLUTION, FOR (Note 4), and AGAINST (Note 4). Row 1: "THAT:" Row 2: (a) the agreement dated as of April 2, 2008... Row 3: (b) the transaction contemplated under the Agreement... Row 4: (c) the directors of the Company be and are hereby authorized... Row 5: (d) the directors of the Company be and are hereby authorized...

Dated this _____ day of _____ 2008 Signature of Shareholder(s) (Note 5) _____

- Notes: 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 this form of proxy relates. 3. If any proxy other than the Chairman of the Meeting is preferred, strike out the words "the Chairman of the Meeting or" and insert the name and address of the proxy desired in the space provided. 4. IMPORTANT: Please indicate with a "✓" in the space provided as to how you wish your votes to be cast. 5. This form of proxy must be signed by you or your attorney duly authorized in writing. 6. In the case of joint holders, the vote of the senior who tenders a vote whether in person or by proxy will be accepted to the exclusion of the votes of the other joint holders. 7. To be valid, this form of proxy, duly executed, and the power of attorney (if any), or other authority (if any) under which it is executed or a notarially certified copy thereof, must reach the Company's Hong Kong branch share registrar and transfer office. 8. A shareholder entitled to attend and vote at the Meeting is entitled to appoint one or more proxies to attend and, on a poll, vote on his behalf. 9. Completion and delivery of this form of proxy will not preclude you from attending and voting at the Meeting if you so wish.