



# Kingsoft Corporation Limited

## 金山軟件有限公司

(Continued into the Cayman Islands with limited liability)

(Stock Code:3888)

### FORM OF PROXY FOR USE AT THE ANNUAL GENERAL MEETING (the "AGM") TO BE HELD ON FRIDAY, 28 MAY 2010 (or at any adjournment thereof)

I/We <sup>(Note 1)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of <sup>(Note 2)</sup> \_\_\_\_\_ shares of US\$0.0005 each  
in the capital of Kingsoft Corporation Limited ("Company"), HEREBY APPOINT <sup>(Note 3)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
or failing him, the Chairman of the AGM, as my/our proxy to attend and vote for me/us at the AGM (or at any adjournment thereof) of the Company to be held at Kingsoft Tower, No. 33 Qing He Xiao Ying West Road, Haidian District, Beijing, PRC, 100085 on Friday, 28 May 2010 at 10:00 a.m and in particular (but without limitation) at such meeting (or at any adjournment thereof) on a poll to vote for me/us and in my/our name(s) in respect of the resolutions set out in the notice of AGM as indicated below or, if no such indication is given as my/our proxy thinks fit.

		FOR <sup>(Note 4)</sup>	AGAINST <sup>(Note 4)</sup>
1.	To receive and consider the audited consolidated financial statements and the report of the directors and the independent auditors' report for the year ended 31 December 2009		
2.	To declare a final dividend		
3.	(1) To re-elect Mr. KAU Pak Kwan as director		
	(2) To re-elect Mr. LEI Jun as director		
	(3) To re-elect Mr. ZOU Tao as director		
	(4) To re-elect Mr. CHEUNG Shuen Lung as director		
	(5) To authorise the board of directors to fix the directors' remuneration		
4.	To re-appoint the auditors and to authorise the board of directors to fix the auditors' remuneration		
5.	Ordinary Resolution in Item No.5 of the Notice of Annual General Meeting. (To give a general mandate to the directors to issue new shares of the Company)		
6.	Ordinary Resolution in Item No.6 of the Notice of Annual General Meeting. (To give a general mandate to the directors to repurchase shares of the Company)		
7.	Ordinary Resolution in Item No.7 of the Notice of Annual General Meeting. (To extend the general mandate to be given to the directors to issue shares)		

Date: \_\_\_\_\_, 2010                      Shareholder's Signature <sup>(Note 5)</sup>: \_\_\_\_\_

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- 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).
- Please insert the name and address of the proxy desired. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.**
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK IN THE RELEVANT BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE TICK IN THE RELEVANT BOX MARKED "AGAINST"**. Failure to tick either box will entitle your proxy to cast your vote at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the AGM other than those referred to in the notice convening the AGM.
- 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 seal or under the hand of an officer, attorney or other person duly authorised.
- In the case of joint holders, any one of such joint holders may vote, either in person or by proxy, at the meeting, but if more than one of the joint holders are present at the meeting, the vote of the senior who tenders a vote, either 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 of members in respect of the joint holding.
- In order to be valid, this Form of Proxy and the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of that power or authority, must be deposited at the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the AGM or the adjourned meeting (as the case may be).
- A member entitled to attend and vote at the AGM is entitled to appoint one or more proxies to attend and, vote in his stead. A proxy need not be a member of the Company but must attend the meeting in person to represent you.
- Completion and deposit of the Form of Proxy will not preclude you from attending and voting at the AGM if you so wish.
- Voting for the ordinary resolutions set out in the notice will be taken by poll.