

**THIS PROXY IS SOLICITED ON BEHALF OF THE BOARD OF DIRECTORS**

**PROXY  
FOR THE ANNUAL MEETING OF STOCKHOLDERS OF  
CHINANET ONLINE HOLDINGS, INC.  
TO BE HELD ON JUNE 28, 2013**

Handong Cheng, Zhige Zhang, and George Kai Chu, and each of them, each with full power of substitution, hereby are authorized to vote as specified below or, with respect to any matter not set forth below, as a majority of those or their substitutes present and acting at the meeting shall determine, all of the shares of capital stock of ChinaNet Online Holdings, Inc. that the undersigned would be entitled to vote, if personally present, at the 2013 annual meeting of stockholders and any adjournment thereof.

Unless otherwise specified, this proxy will be voted **FOR** Proposals 1, 2, 3 and 4. The Board of Directors recommends a vote **FOR** Proposals 1, 2, 3 and 4.

1. ELECTION OF DIRECTORS

- FOR all nominees listed below (except as marked to the contrary below)       WITHHOLD AUTHORITY to vote for all nominees listed below

Handong Cheng  
Zhige Zhang  
Zhiqing Chen  
Watanabe Mototake  
Douglas MacLellan

**INSTRUCTION: To withhold authority to vote for any nominee, write the nominee's name in the space provided below.**

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2. RATIFICATION OF INDEPENDENT ACCOUNTANTS

- FOR     AGAINST     ABSTAIN

3. ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION

- FOR     AGAINST     ABSTAIN

4. ADVISORY VOTE ON FREQUENCY OF ADVISORY VOTES ON EXECUTIVE COMPENSATION—EVERY:

- ONE YEAR     ABSTAIN
- TWO YEARS
- THREE YEARS

Please sign exactly as your name appears below. When shares are held by joint tenants, each should sign. When signing as attorney, executor, administrator, trustee, guardian, corporate officer, or partner, please give full title as such.