
2013 Annual General Meeting of Shareholders

The Voting Instructions must be signed, completed and received at the indicated address prior to 10:00 A.M. (New York City time) on December 11, 2013 for action to be taken.

2013 VOTING INSTRUCTIONS

AMERICAN DEPOSITARY SHARES

KongZhong Corporation (the “Company”)

ADS CUSIP No.:	50047P104, 50047P997.
ADS Record Date:	October 15, 2013.
Meeting Specifics:	Annual General Meeting of Shareholders to be held on December 18, 2013 at 2:00 p.m. (local time) at the Company’s offices on the 35th Floor, Tengda Plaza, No. 168 Xizhimenwai Street, Beijing, China (the “Meeting”).
Meeting Agenda:	Please refer to the Company’s Notice of Meeting enclosed herewith.
Depositary:	Citibank, N.A.
Deposit Agreement:	Deposit Agreement, dated as of July 14, 2004.
Deposited Securities:	Ordinary shares, par value U.S. \$0.0000005 per share, of the Company.
Custodian:	Citibank, N.A. - Hong Kong Office.

The undersigned holder, as of the ADS Record Date, of the American Depositary Receipt(s) issued under the Deposit Agreement and evidencing the American Depositary Shares identified above (such American Depositary Shares, the “ADSs”), acknowledges receipt of a copy of the Depositary’s Notice of Meeting and hereby authorizes and directs the Depositary to cause to be voted at the Meeting (and any adjournment or postponement thereof) the Deposited Securities represented by the ADSs in the manner indicated on the reverse side hereof.

Please note that pursuant to Section 4.10, of the Deposit Agreement, under the Memorandum of Association and Articles of Association of the Company (as in effect on the date hereof), a poll may be demanded by the Chairman or any other member present in person or by proxy holding at least 10% in nominal value of the total issued shares giving the right to attend and vote at a meeting.

Please further note that, as set forth in Section 4.10 of the Deposit Agreement, in the event voting takes place by show of hands, the Depositary will instruct the Custodian to vote all Deposited Securities in accordance with the voting instructions received from a majority of holders of ADSs who provided voting instructions. In the event of voting by poll, Deposited Securities for which no timely voting instructions have been received will not be voted (but all Deposited Securities will be represented at the meeting for quorum purposes if any timely voting instructions have been received from Holders).

Please also note that, in accordance with and subject to the terms of Section 4.10 of the Deposit Agreement, if the Depositary timely receives voting instructions from a Holder which fail to specify the manner in which the Depositary is to vote the Deposited Securities represented by such Holder’s ADSs, the Depositary will deem such Holder (unless otherwise specified in the notice distributed to Holders) to have instructed the Depositary to vote in favor of the items set forth in such voting instructions. The Depositary shall, if so requested in writing by the Company, represent all Deposited Securities for the sole purpose of establishing a quorum at a meeting of shareholders.

Voting instructions may be given only in respect of a number of ADSs representing an integral number of Deposited Securities.

Please indicate on the reverse side hereof how the Deposited Securities are to be voted.

The Voting Instructions must be marked, signed and returned on time in order to be counted.

By signing on the reverse side hereof, the undersigned represents to the Depositary and the Company that the undersigned is duly authorized to give the Voting Instructions contained herein.

Resolutions

1. As an Ordinary Resolution, THAT the incumbent Director Leilei Wang be re-elected as a Director for an additional three-year term, to expire at the 2016 Annual General Meeting of Shareholders; and
2. As an Ordinary Resolution, THAT the incumbent Director Xiaoxin Chen be re-elected as an Independent Director for an additional three-year term, to expire at the 2016 Annual General Meeting of Shareholders; and
3. As an Ordinary Resolution, THAT Xiaolong Li be appointed as an Independent Director of the company for one-year term, to expire at the 2014 Annual General Meeting of shareholders.
4. As an Ordinary Resolution, THAT The KongZhong Corporation 2013 Equity Incentive Plan (the "Plan") be and is hereby approved and 80,000,000 ordinary shares may be issued pursuant to the Plan, and further that the proper officers of the Company be, and each of them hereby is, authorized, empowered and directed to transfer to the 2013 Plan such shares that have already been registered with the U.S. Securities and Exchange Commission on a Form S-8 pursuant to the Original Plan, but with respect to which no awards have yet been granted or awards have expired or otherwise been forfeited.
5. As an Ordinary Resolution, THAT Deloitte Touche Tohmatsu be re-appointed as the Company's independent auditor for the fiscal year 2013, to hold office until the next Annual General Meeting of Shareholders.

The Company's Notice of Meeting and related materials are available through the Company's website, at <http://ir.kongzhong.com>.

A Issues

KongZhong Corporation

	For	Against	Abstain
Resolution 1	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 5	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

B Authorized Signatures - Sign Here - This section must be completed for your instructions to be executed.

If these Voting Instructions are signed and timely returned to the Depositary but no specific direction as to voting is marked below as to an issue, the undersigned shall be deemed to have directed the Depositary to give voting instructions "FOR" the unmarked issue (unless otherwise specified in the notice distributed to holders).

If these voting instructions are signed and timely returned to the Depositary but multiple specific directions as to voting are marked above as to an issue, the undersigned shall be deemed to have directed the Depositary to give an "ABSTAIN" voting instruction for such issue.

Please be sure to sign and date this Voting Instruction Card.

Please sign your name to the Voting Instructions exactly as printed. When signing in a fiduciary or representative capacity, give full title as such. Where more than one owner, each MUST sign. Voting Instructions executed by a corporation should be signed in full name by a duly authorized officer with full title as such.

Signature 1 - Please keep signature within the line

Signature 2 - Please keep signature within the line

Date (mm/dd/yyyy)

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