

# WING HING INTERNATIONAL (HOLDINGS) LIMITED



(Incorporated in Bermuda with limited liability)

(Stock code: 621)

## Form of Proxy for use at the Special General Meeting to be held on 4 January 2010 (or any adjournment thereof)

I/We <sup>(Note 1)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of \_\_\_\_\_ shares <sup>(Note 2)</sup> of HK\$0.10 each in  
the share capital of the above-named Company, **HEREBY APPOINT THE CHAIRMAN OF THE MEETING** <sup>(Note 3)</sup>  
or \_\_\_\_\_  
of \_\_\_\_\_  
as my/our proxy to attend at the Special General Meeting (and at any adjournment thereof) of the said Company to be  
held at Unit 1901, 19th Floor, Nina Tower, 8 Yeung Uk Road, Tsuen Wan, New Territories, Hong Kong on Monday,  
4 January 2010 at 11:00 a.m. for the purposes of considering and, if thought fit, passing the Resolutions as set out in  
the notice convening the said Meeting (the "Notice") and at such Meeting (and at any adjournment thereof) to vote for  
me/us and in my/our name(s) in respect of the Resolutions as indicated below <sup>(Note 4)</sup>.

	ORDINARY RESOLUTIONS	FOR	AGAINST
1.	To approve the Share Subdivision (ordinary resolution No. 1 as set out in the Notice).		
2.	To approve the New Share Option Scheme (ordinary resolution No. 2 as set out in the Notice).		
3.	To terminate the Existing Share Option Scheme (ordinary resolution No. 3 as set out in the Notice).		
4.	To approve the ordinary resolution as detailed in item 4 of the Notice.		
5.	To approve the ordinary resolution as detailed in item 5 of the Notice.		
6.	To approve the ordinary resolution as detailed in item 6 of the Notice.		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2009/2010. Signature: \_\_\_\_\_

### Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
2. 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).
3. If any proxy other than the Chairman is preferred, please strike out "**THE CHAIRMAN OF THE MEETING**" here inserted and insert the name and address of the proxy desired in the space provided. You may appoint one or more proxies to attend the Meeting. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS PROXY. ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTIONS, TICK THE APPROPRIATE BOXES MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTIONS, TICK THE APPROPRIATE BOXES MARKED "AGAINST".** Failure to complete any or all of the boxes will entitle your proxy to cast his votes at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than those referred to in the Notice convening the Meeting.
5. 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 executed under its common seal or under the hand of an officer or attorney duly authorised.
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 holder(s) and for this purpose seniority will be determined by the order in which the names stand in the Register of Members.
7. To be valid, this form of proxy together with the power of attorney (if any) or other authority (if any) under which it is signed or a notarially certified copy thereof, must be deposited at the Company's Branch Share Registrar in Hong Kong, Tricor Tengis Limited at 26/F, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the Meeting.
8. The proxy need not be a member of the Company but must attend the Meeting in person to represent you.
9. Completion and delivery of this form of proxy will not preclude you from attending and voting at the Special General Meeting if you so wish.