



SHUN CHEONG HOLDINGS LIMITED

順昌集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock code: 650)

Form of proxy for use by shareholders at the special general meeting (the Meeting) to be held on Friday, 7 December 2007 at 10:00 a.m.

I/We, ⁽¹⁾ _____
of _____
being the registered holder(s) of ⁽²⁾ _____ shares of
HK\$ 0.01 each in the capital of Shun Cheong Holdings Limited (the Company), HEREBY APPOINT ⁽³⁾
the Chairman of the Meeting or ⁽³⁾ _____
of _____
as my/our proxy to act for me/us and on my/our behalf at the Meeting (or at any adjournment thereof)
of the Company to be held at Plaza I-III, Lower Lobby, Novotel Century, 238 Jaffe Road, Wanchai,
Hong Kong on Friday, 7 December 2007 at 10:00 a.m. to consider and, if thought fit, pass the
resolutions as set out in the notice convening the Meeting and at such Meeting (or any adjournment
thereof) to vote for me/us in my/our name(s) in respect of the said resolution specified below in the
manner indicated:

ORDINARY RESOLUTIONS:	FOR ⁽⁴⁾	AGAINST ⁽⁴⁾
To approve, confirm and ratify the issue by the Company of Bond upon the terms and conditions in the Agreement, to grant a specific mandate to the Directors of the Company to allot, issue and deal with the up to 200,000,000 Conversion Shares and to authorise the Directors of the Company to do all such acts and things as necessary, desirable or expedient in connection with the issue of the Bond and the allotment and issue of the Conversion Shares.		

Dated _____

Signed _____

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) to which the proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the shares in the Company registered in your name(s).
3. If any proxy other than the Chairman of the Meeting is preferred, please strike out "the Chairman of the Meeting or" and insert the name and address of the proxy desired in the space provided. **ANY ALTERATION MADE TO THIS FORM OR PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**
4. **IMPORTANT: IF YOU WISH TO VOTE THE RESOLUTION, TICK IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTION, TICK IN THE BOX MARKED AGAINST".** Failure to tick either box will be entitle your proxy to cast your vote at his discretion.
5. The full text of the resolutions appear in the notice of the Meeting dated 21 November 2007.
6. This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must either be executed under its common seal or under the hand of an officer or attorney duly authorised.
7. You are requested to lodge 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, with the Company's share registrar in Hong Kong, Computershare Hong Kong Investor Limited at Rooms 1712-16, 17th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong no later than 48 hours before the time appointed for the holding of the Meeting or any adjournment thereof.
8. In the case of joint holders of any share, any one of such persons may vote at the Meeting, either personally or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders is present at the Meeting, personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such share shall alone be entitled to vote in respect thereof.
9. The proxy need not be a member of the Company but must attend the Meeting in person to represent you.
10. Completion and return of this form of proxy will not preclude you from attending and voting in person at the Meeting if you so wish. In the event of your attending the Meeting, this form of proxy will be deemed to be revoked.

* For identification purposes only