



**遠東控股國際有限公司**  
**Far East Holdings International Limited**

(Incorporated in Hong Kong with limited liability)  
 (Stock code: 36)

**Form of proxy**  
**For use at the Extraordinary General Meeting to be held on 12 February 2008**

I/We<sup>(1)</sup> \_\_\_\_\_  
 of \_\_\_\_\_  
 being the registered holder(s) of shares (“Shares”)<sup>(2)</sup> of HK\$0.01 each in the capital of Far East Holdings International Limited (the “Company”), HERBY APPOINT THE CHAIRMAN OF THE MEETING<sup>(3)</sup>,  
 or \_\_\_\_\_ of \_\_\_\_\_  
 \_\_\_\_\_ as my/our proxy to attend the Extraordinary General Meeting (or any adjournment thereof) (the “EGM”) of the Company to be held at 24/F., Far East Consortium Building, 121 Des Voeux Road, Central, Hong Kong on Tuesday, 12 February 2008 at 3.00 p.m. for the purpose of considering and, if thought fit, passing the resolution as set out in the notice convening the EGM and at such EGM to vote for me/us and on my/our behalf in respect of the resolutions as indicated below. My/our proxy will also be entitled to vote on any matter properly put to the EGM in such manner as he/she thinks fit.

ORDINARY RESOLUTION	FOR <sup>(4)</sup>	AGAINST <sup>(4)</sup>
To approve, ratify and confirm the S&P Agreement (as defined in the circular of the Company dated 18 January 2008 (the “Circular”)), the issue and allotment of the Consideration Shares (as defined in the Circular) and the transactions contemplated thereunder.		

Dated the \_\_\_\_\_ day of \_\_\_\_\_ 2008      Signature<sup>(7)</sup>: \_\_\_\_\_

*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 registered in your name(s).
3. If any proxy other than the Chairman of the EGM is preferred, strike out the “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 OF PROXY MUST BE INITIALLED BY THE PERSON(S) WHO SIGN(S) IT.
4. IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, TICK IN THE APPROPRIATE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST THE RESOLUTION, TICK IN THE APPROPRIATE BOX MARKED “AGAINST”. Failure to complete any or all the boxes will entitle your proxy to cast his vote at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the EGM other than those referred to in the notice convening the EGM.
5. You are requested to complete this form of proxy and return it together with the power of share attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power of authority to the Company’s Share Registrar, Computershare Hong Kong Investor Services Limited at Room 1806-07, 18th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong in accordance with the instructions printed thereon not less than 48 hours before the time fixed for holding the EGM, whether or not you intend to be present at the EGM. The completion and return of the form of proxy will not preclude you from attending the meeting or any adjourned meeting (as the case may be) and voting in person should you so wish.
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 vote(s) of 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. This form of proxy must be signed by you or your attorney duly authorized in writing or, in the case of a corporation, must be either under its common seal or under the hand of any officer or attorney or other person duly authorized.
8. Any member entitled to attend and vote at the EGM is entitled to appoint one or more proxies to attend and, on a poll, vote instead of him/her. The proxy need not be a member of the Company but must attend the EGM in person to represent you.