



# THE QUAYPOINT CORPORATION LIMITED

## 紀翰集團有限公司\*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2330)

### FORM OF PROXY

for use at the Extraordinary General Meeting  
to be held at Central Plaza Executive Club, P Floor, Central Plaza,  
18 Harbour Road, Wanchai, Hong Kong on Friday, 8 June 2007 at 10:00 a.m.  
(or any adjournment thereof)

I/We <sup>(note 1)</sup> \_\_\_\_\_

of \_\_\_\_\_

being the registered holder(s) of <sup>(note 2)</sup> \_\_\_\_\_ share(s) of HK\$0.10 each in the capital of THE QUAYPOINT CORPORATION LIMITED (the "Company") **HEREBY APPOINT THE CHAIRMAN OF THE MEETING** or <sup>(note 3)</sup> \_\_\_\_\_ of

as my/our proxy to attend and vote for me/us at the extraordinary general meeting (and at any adjournment thereof) of the Company to be held at Central Plaza Executive Club, P Floor, Central Plaza, 18 Harbour Road, Wanchai, Hong Kong on Friday, 8 June 2007 at 10:00 a.m. as indicated below <sup>(note 4)</sup>.

ORDINARY RESOLUTION	FOR <sup>(note 4)</sup>	AGAINST <sup>(note 4)</sup>
1. To approve the exercise of the Option (granted to the Company under the Subscription and Option Agreement dated 26 May 2006) and the transactions contemplated in connection with or arising from the exercise of the Option (including but not limited to the allotment and issue of 100,000,000 Convertible Redeemable Preference Shares) and the directors of the Company be and are hereby authorized to do, approve and transact all such acts and things as they may in their discretion consider necessary, or desirable in connection therewith.		
SPECIAL RESOLUTION		
2. To approve the amendments to the Articles of Association of the Company.		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2007 Shareholder's Signature: \_\_\_\_\_ <sup>(note 6)</sup>

#### Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The names of all joint holders should be stated.
- Please insert the number of shares of the Company to which the proxy relates registered in your name(s). 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).
- If any proxy other than the Chairman of the meeting is preferred, please strike out "THE CHAIRMAN OF THE MEETING" and please insert the name and address in **BLOCK CAPITALS** of the proxy desired. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.**
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, TICK THE BOX MARKED "FOR" BESIDE THE APPROPRIATE RESOLUTION. IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, TICK THE BOX MARKED "AGAINST" BESIDE THE APPROPRIATE RESOLUTION.** Failure to complete any or all boxes will entitle your proxy to cast his votes on the relevant resolution 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.
- The description of the resolution in this form of proxy is by way of summary only. The full text is set out in the Notice of EGM as contained in the Circular dated 11 May 2007.
- 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 under its common seal or under the hand of an officer attorney, or other person duly authorised.
- Where there are joint registered holders of any share, any one of such persons may vote at any meeting, either personally or by proxy, in respect of such shares as if he were solely entitled thereto; but if more than one of such joint holders is present at any meeting personally or by proxy, that one of the said persons so present whose name stands first on the register of members in respect of such shares shall alone be entitled to vote in respect thereof.
- To be valid, this form of proxy, together with the power of attorney or other authority, if any, under which it is signed or a certified copy thereof, must be deposited at the principal place of business of the Company in Hong Kong at Suite 1304, 13/F, Great Eagle Centre, 23 Harbour Road, Wanchai, Hong Kong not less than 48 hours before the time for holding the meeting or any adjourned meeting thereof (as the case may be).
- Completion and return of the form of proxy will not preclude you from attending and voting at the meeting or any adjourned meeting if you so wish.
- A member entitled to attend and vote at the meeting (or any adjournment thereof) is entitled to appoint a proxy to attend and vote on his behalf. The proxy need not be a member of the Company but must attend the meeting in person to represent you.
- ANY ALTERATION MADE IN THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**

\* For identification purpose only