



HOP HING GROUP HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 47)

Form of Proxy for use at Extraordinary General Meeting to be held on June 6, 2013

Form of Proxy for use at the Extraordinary General Meeting of Hop Hing Group Holdings Limited (the "Company") to be held on June 6, 2013.

I/We¹ _____
of _____
being the registered holder(s) of² _____ shares of HK\$0.10 each in the capital of the Company, HEREBY APPOINT the Chairman of the meeting or³ _____
of _____
as my/our proxy to act for me/us and on my/our behalf at the Extraordinary General Meeting of the Company (or at any adjournment thereof) to be held at 3/F Nexxus Building, 77 Des Voeux Road Central, Hong Kong on Thursday, June 6, 2013 at 11:00 a.m. (or as soon thereafter as the annual general meeting convened for the same day and place shall have concluded or adjourned) and at such meeting (or at any adjournment thereof) to vote for me/us and in my/our name(s) as hereunder indicated in respect of the resolutions set out in the notice convening such meeting and if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTIONS		FOR ⁴	AGAINST ⁴
1.	To approve the Agreement (as defined in the circular of the Company dated May 20, 2013) and all the transactions contemplated thereunder.		
2.	Conditional upon the completion of the Agreement (as defined in the circular of the Company dated May 20, 2013), to approve the distribution of a special dividend of HK\$0.028 per share in cash to Qualifying Shareholders (as defined in the circular of the Company dated 20 May 20, 2013) of the Company.		

Signature⁵ _____

Dated this _____ day of _____ 2013

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the number of shares of HK\$0.10 each in 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 of the Company registered in your name(s).
- If any proxy other than the Chairman of the meeting is preferred, strike out the words "the Chairman of the meeting or" and insert the name and address of proxy desired in the space provided. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE IN FAVOUR OF ANY OF THE RESOLUTIONS, TICK THE BOX MARKED "FOR" BESIDE SUCH RESOLUTION(S). IF YOU WISH TO VOTE AGAINST ANY OF THE RESOLUTIONS, TICK THE BOX MARKED "AGAINST" BESIDE SUCH RESOLUTION(S).** Failure to complete the boxes will entitle your proxy to cast his vote at his discretion.
- 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 any officer or attorney duly authorised.
- To be valid this form of proxy, together with the power of attorney or other authority (if any) under which the same is signed or a notarially certified copy of such power of attorney or authority, must be lodged with the Company's Branch Share Registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, situated at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the meeting (or any adjournment thereof).
- 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 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 of the Company in respect of the relevant joint holding.
- The proxy need not be a member of the Company but must attend the meeting in person to represent you.
- Completion and return of this form of proxy will not preclude you from attending and voting in person at the Extraordinary General Meeting of the Company or any adjournment thereof and, in such event, this form of proxy shall be deemed to have been revoked.