



HOP HING GROUP HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 47)

Form of Proxy for use at the Extraordinary General Meeting (or any adjournment thereof)

I/We ^(note 1) _____
of _____
being the register holder(s) of ^(note 2) _____ shares of HK\$0.10 each
in the capital of Hop Hing Group Holdings Limited (the "Company"), HEREBY APPOINT ^(note 3) the Chairman of the
extraordinary general meeting of the Company (the "EGM") or ^(note 4) _____
of _____
as my/our proxy to attend and act for me/us at the EGM (or at any adjournment thereof) to be held at Tianshan and Lushan
Rooms, Level 5, Island Shangri-La Hong Kong, Pacific Place, Supreme Court Road, Admiralty, Hong Kong on Tuesday,
January 17, 2012 at 11:00 a.m. for the purpose of considering and, if thought fit, passing the resolutions as set out in the
notice convening the EGM and at such EGM (or any adjournment thereof) to vote on my/our behalf as indicated below; and if
no such indication is given, as my/our proxy thinks fit.

Please indicate with a "√" in the boxes provided how you wish the proxy to vote on your behalf ^(note 5):

	Ordinary Resolutions	For	Against
1.	(a) To approve, confirm and ratify the Acquisition Agreement (as defined in the circular of the Company dated December 30, 2011) and all the transactions contemplated thereunder;		
	(b) To approve the issuance by the Company of the Convertible Securities (as defined in the circular of the Company dated December 30, 2011) to the Seller (as defined in the circular of the Company dated December 30, 2011) or its nominee(s) and the allotment and issuance of shares of the Company (the "Shares") upon conversion of the Convertible Securities by the holder(s) of the Convertible Securities pursuant to the terms and conditions of the Convertible Securities;		
	(c) To approve the increase in the authorized share capital of the Company from HK\$80,000,000 to HK\$1,480,000,000, by the creation of additional 14,000,000,000 unissued Shares of HK\$0.10 each; and		
	(d) To authorize any one Director of the Company to do all things reasonable, necessary, desirable or expedient to implement and/or give effect to the Acquisition Agreement, the Convertible Securities under the terms and conditions of the Convertible Securities and all the transactions contemplated thereunder.		

Signature ^(note 6) _____

Date: _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the number of shares registered in your name(s) to which this form of proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the shares in the capital of the Company registered in your name(s).
- If any proxy other than the Chairman of the EGM is preferred, strike out the words "**the Chairman of the EGM**" and insert the name and address of the proxy desired in the space provided. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE SHAREHOLDER WHO SIGNS IT.**
- A shareholder of the Company entitled to attend and vote at the EGM is entitled to appoint one or more proxies to attend and vote on his/her behalf. A proxy need not be a shareholder of the Company but must attend the EGM in person to represent you.
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK IN THE APPROPRIATE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE TICK IN THE APPROPRIATE BOX MARKED "AGAINST".** Failure to tick either box of a resolution will entitle your proxy to cast his/her votes on that resolution at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the EGM other than that referred to in the notice convening the EGM.
- This form of proxy must be signed by the shareholder or his/her attorney duly authorized in writing or, in the case of a corporation, must either be executed under seal or under the hand of an officer or attorney or other person duly authorized.
- In order 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 notarially certified copy of such power or authority, must be deposited with the share registrar of the Company, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding the EGM or any adjournment thereof.
- Where there are joint holders of any share, any one of such joint holders may vote at the EGM or any adjournment thereof, either personally or by proxy, in respect of such share as if he or she were solely entitled thereto, but if more than one of such joint holders be present at the EGM 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.
- Completion and return of this form of proxy will not preclude you from attending and voting in person at the EGM or any adjournment thereof and, in such event, this form of proxy shall be deemed to have been revoked.