



HUA LIEN INTERNATIONAL (HOLDING) COMPANY LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 969)

Form of Proxy for use at the extraordinary general meeting of the Company to be held on Wednesday, 9 December 2009 (and at any adjournment thereof)

I/We (Note 1), _____,
of, _____
being the registered holder(s) of _____ shares (Note 2) of HK\$0.10 each in the share capital of Hua Lien International (Holding) Company Limited (the "Company") HEREBY APPOINT THE CHAIRMAN OF THE MEETING or (Note 3) _____
of _____
as my/our proxy to vote and act for me/us and on my/our behalf at the extraordinary general meeting (the "Meeting") of the Company to be held at The Rosewood, Level 3, Renaissance Kowloon Hotel, 22 Salisbury Road, Tsimshatsui, Kowloon, Hong Kong on Wednesday, 9 December 2009 at 12:00 noon (and at any adjournment thereof) in respect of the resolution set out in the notice (the "Notice") convening the Meeting, and, if no such indication is given, as my/our proxy thinks fit (Note 4):-

ORDINARY RESOLUTION	FOR ⁽⁴⁾	AGAINST ⁽⁴⁾
To confirm, approve and ratify the sale and purchase agreement dated 16 October 2009 and the supplemental agreement dated 19 October 2009 and all the transactions contemplated under the Agreements, which include but not limited to (i) the disposal of the entire issued share capital of the Target Company by the Company to the Purchaser; (ii) the discharge by the Company of the Shareholder's Loan at the date of completion of the disposal; and (iii) the entering into the share charge and the escrow agreement in such form and substance as attached in the schedules to the Agreements (as more particularly defined and described in the resolution in the Notice).		

Dated _____

Signed (Note 5) _____

Notes:

1. Full name(s) and address 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 in the capital of the Company registered in your name(s).
3. If any proxy other than the Chairman of the Meeting is preferred, strike out the words "THE CHAIRMAN OF THE MEETING" 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 WHO SIGNS IT.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR ANY OF THE RESOLUTIONS, PLEASE TICK THE APPROPRIATE BOXES MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY OF THE RESOLUTIONS, PLEASE TICK THE APPROPRIATE BOXES MARKED "AGAINST".** Failure to tick a box will entitle your proxy to cast your vote(s) at his discretion.
5. 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 or other person duly authorised.
6. In the case of joint holders, the vote(s) 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.
7. To be valid, 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 of such power or authority must be deposited at the Company's principal place of business in Hong Kong at Unit 2513A, 25/F., 113 Argyle Street, Mongkok, Kowloon, Hong Kong not less than 48 hours before the time fixed for holding the Meeting or adjournment thereof.
8. The proxy need not be a member of the Company but must attend the Meeting in person to represent you.
9. Completion and delivery of this form of proxy will not preclude you from attending and voting at the Meeting if you so wish and, in such event, this form of proxy shall be deemed to be revoked.