



JUDA INTERNATIONAL HOLDINGS LIMITED

鉅大國際控股有限公司

(incorporated in the Cayman Islands with limited liability)

(stock code: 1329)

PROXY FORM

Form of proxy for use by shareholders at the annual general meeting (the “Meeting”) to be convened at 1804A, 18/F., Tower 1, Admiralty Centre, 18 Harcourt Road, Admiralty, Hong Kong on Wednesday, 25 June 2014 at 10:00 a.m.

I/We ^(note a) _____
of _____
being the registered holder(s) of _____ ^(note b)
shares of HK\$0.01 each (the “Shares”) of Juda International Holdings Limited (the “Company”) hereby appoint the Chairman of the Meeting or _____
of _____
to act for me/us as my/our proxy ^(note c) at the Meeting to be held at 1804A, 18/F., Tower 1, Admiralty Centre, 18 Harcourt Road, Admiralty, Hong Kong on Wednesday, 25 June 2014 at 10:00 a.m. and at any adjournment thereof and to vote on my/our behalf as directed below. Please make a mark in the appropriate boxes to indicate how you wish your vote(s) to be cast on a poll ^(note d).

ORDINARY RESOLUTIONS		FOR	AGAINST
1.	To consider and adopt the audited consolidated financial statements and the reports of the directors and the auditors of the Company for the year ended 31 March 2014		
2.	(a) To re-elect Mr. Tang Jun as an executive director and authorize the board of directors to fix his remuneration		
	(b) To re-elect Mr. Zhong Beichen as an executive director and authorize the board of directors to fix his remuneration		
	(c) To re-elect Mr. Liu Xiaoguang as a non-executive director and authorize the board of directors to fix his remuneration		
	(d) To re-elect Mr. Wang Hao as a non-executive director and authorize the board of directors to fix his remuneration		
	(e) To re-elect Dr. Ngai Wai Fung as an independent non-executive director and authorize the board of directors to fix his remuneration		
	(f) To re-elect Ms. Zhao Yuhong as an independent non-executive director and authorize the board of directors to fix her remuneration		
	(g) To re-elect Mr. He Xiaofeng as an independent non-executive director and authorize the board of directors to fix his remuneration		
3.	To re-appoint HLB Hodgson Impey Cheng Limited as the Company’s auditors for the ensuing year and authorise the board of directors to fix their remuneration		
4.	To grant a general mandate to the board of directors to issue, allot and otherwise deal with the Company’s unissued shares		
5.	To grant a general mandate to the board of directors to repurchase the Company’s shares		
6.	To add the aggregate nominal amount of the shares repurchased by the Company to the general mandate granted to the board of directors to allot, issue and otherwise deal with the unissued shares under resolution no. 4.		

Dated the _____ day _____ of 2014

Shareholder’s signature _____ ^(notes e, f, g, h, i and j)

Notes:

- Full name(s) and address(es) are to be inserted in BLOCK CAPITALS.
- Please insert the number of Shares registered in your name(s). If no number is inserted, this proxy form will be deemed to relate to all the Shares in the capital of the Company registered in your name(s).
- A proxy need not be a member of the Company. If you wish to appoint some person other than the Chairman of the Meeting as your proxy, please delete the words “the Chairman of the Meeting or” and insert the name and address of the person appointed proxy in the space provided. A member of the Company who is the holder of two or more Shares may appoint more than one proxy to attend and vote on his/her behalf at the meeting provided that if more than one proxy is so appointed, the appointment shall specify the number and class of Shares in respect of which each such proxy is so appointed. IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.
- If you wish to vote for any of the resolutions set out above, please tick (“✓”) the box(es) marked “For”. If you wish to vote against any resolutions, please tick (“✓”) the box(es) marked “Against”. If this form returned is duly signed but without specific direction on any of the proposed resolutions, the proxy will vote or abstain at his/her discretion in respect of all resolutions; or if in respect of a particular proposed resolution there is no specific direction, the proxy will, in relation to that particular proposed resolution, vote or abstain at his/her discretion. A proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Meeting other than those set out in the notice convening the Meeting.
- All resolutions will be put to vote by way of poll at the meeting (except those which relate purely to a procedural or administrative matter). Every shareholder of the Company present in person (in case of a shareholder being a corporation, by its duly authorized representative), or by proxy shall have one vote for every fully paid-up Share of which he/she/it is the holder. A person entitled to more than one vote on a poll need not use all his/her votes or cast all the votes he/she uses in the same way and in such cases, please state the relevant number of Shares in the appropriate box(es) above.
- Where there are joint registered holders of any Shares, any one of such persons may vote at any meeting, either in person or by proxy, in respect of such Shares as if he/she was solely entitled thereto; but if more than one of such joint holders is present at the Meeting, whether in person or by proxy, that one of the joint holders whose name stands first on the register of members in respect of such Shares shall alone be entitled to vote in respect thereof.
- The proxy form must be signed by you, or your attorney duly authorised in writing, or if in the case of a corporation, this proxy form must be either executed under its common seal or under the hand of an officer or attorney so authorised on that corporation’s behalf.
- To be valid, this proxy form together with any 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 at the offices of the Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong not later than 48 hours before the time of the Meeting or any adjourned Meeting.
- Any alteration made to this form should be initialled by the person who signs the form.
- Completion and delivery of the proxy form will not preclude you from attending and voting at the meeting and, in such event, this proxy form shall be deemed to be revoked.
- The description of the resolutions in this form is by way of summary only. Please refer to the notice of the Annual General Meeting dated 23 May 2014 for the full text of these resolutions.