



# 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 3rd Floor, Nexxus Building, 77 Des Voeux Road Central, Hong Kong on Monday, 27 August 2012 at 11:00 a.m.**

I/We <sup>(note a)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of \_\_\_\_\_ <sup>(note b)</sup>  
shares of HK\$0.01 each of Juda International Holdings Limited (the "Company") hereby appoint the Chairman of the Meeting or \_\_\_\_\_  
of \_\_\_\_\_  
to act as my/our proxy <sup>(note c)</sup> at the Meeting to be held at 3rd Floor, Nexxus Building, 77 Des Voeux Road Central, Hong Kong on Monday, 27 August 2012 at 11:00 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 <sup>(note d)</sup>.

ORDINARY RESOLUTIONS		FOR	AGAINST
1.	To receive and approve the audited combined financial statements and the reports of the directors and the auditors of the Company for the year ended 31 March 2012.		
2.	(a) To re-elect Mr. Choi Lim Chi as an executive director.		
	(b) To re-elect Mr. Chen Fan as an executive director.		
	(c) To re-elect Mr. Lee Lit Mo Johnny as an executive director.		
	(d) To re-elect Mr. Yan Wai Kiu as an independent non-executive director.		
	(e) To re-elect Mr. Wong Kin Tak as an independent non-executive director.		
	(f) To re-elect Mr. Choi Kin Cheong as an independent non-executive director.		
	(g) To authorize the board of directors to fix the respective directors' remuneration.		
3.	To appoint HLB Hodgson Impey Cheng Limited as the Company's auditors 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 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 issue shares under resolution no. 4.		

Dated the \_\_\_\_\_ day of \_\_\_\_\_ 2012

Shareholder's signature \_\_\_\_\_ <sup>(notes e, f, g, h, i and j)</sup>

#### 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 form of proxy 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.
- In the case of a joint holding, this form of proxy may be signed by any joint holder, but if more than one joint holder is present at the Meeting, whether in person or by proxy, that one of the joint holder whose name stands first on the register of members in respect of the relevant joint holding shall alone be entitled to vote in respect thereof.
- The form of proxy must be signed by a shareholder, or his/her attorney duly authorised in writing, or if the shareholder is a corporation, either under its common seal or under the hand of an officer or attorney so authorised.
- To be valid, this form of proxy 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 26/F., Tesbury Centre, 28 Queen's Road East, Wanchai, 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 form of proxy will not preclude you from attending and voting at the meeting and, in such event, this form of proxy shall be deemed to be revoked.