



# SA SA INTERNATIONAL HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 178)

## FORM OF PROXY FOR USE AT THE EXTRAORDINARY GENERAL MEETING

I/We <sup>note 1</sup> \_\_\_\_\_ of \_\_\_\_\_  
being the registered holder(s) of <sup>note 2</sup> \_\_\_\_\_ shares of HK\$0.10 each in the capital of Sa Sa International Holdings Limited (the "Company"), HEREBY APPOINT <sup>note 3</sup> \_\_\_\_\_ of \_\_\_\_\_  
**OR** \_\_\_\_\_  
of \_\_\_\_\_

**OR** failing him/them, **THE CHAIRMAN OF THE EXTRAORDINARY GENERAL MEETING** as my/our proxy to attend for me/us at the extraordinary general meeting of the Company to be held at Vinson Room, Pacific Place Conference Centre, Level 5, One Pacific Place, 88 Queensway, Hong Kong on Monday, 20 December 2010 at 3:00 p.m. for the purpose of considering and, if thought fit, passing the resolution set out in the notice convening the said meeting and at such meeting or any adjournment thereof to vote for me/us and in my/our name(s) in respect of the said resolution as hereunder indicated or, if no such indication is given, as my/our proxy thinks fit, and in respect of any other business that may be properly come before the meeting.

ORDINARY RESOLUTION	FOR <sup>note 4</sup>	AGAINST <sup>note 4</sup>
To approve the bonus issue of shares on the basis of one (1) new bonus share of the Company for every one (1) existing ordinary share held.		

Signature(s) <sup>note 5</sup> \_\_\_\_\_

Date \_\_\_\_\_

### NOTES:

1. Full name(s) and address(es) must be inserted in **BLOCK CAPITALS**.
2. Please insert the number of shares registered in your name(s) to which the proxy relates. 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).
3. Please 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 PERSON(S) WHO SIGN(S) IT.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK THE RELEVANT BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK THE RELEVANT BOX MARKED "AGAINST".** Failure to tick either box will entitle your proxy to cast your vote or abstain at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any other resolution properly put to the meeting.
5. Any member of the Company entitled to attend and vote at a meeting of the Company shall be entitled to appoint another person (who must be an individual) as his/her proxy to attend and vote instead of him/her. On a poll votes may be given either personally or by proxy. A proxy need not be a member of the Company. A member may appoint any number of proxies to attend in his stead.
6. This form of proxy and (if required by the Board) the power of attorney or other authority (if any), under which it is signed, or a notarially certified copy thereof shall be delivered at the Company's branch share registrar and transfer office, Tricor Abacus Limited, at 26/F, Tesbury Centre, 28 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for holding the meeting or any adjourned meeting at which the person named in this form of proxy proposes to vote, or, in the case of a poll taken subsequently to the date of a meeting or adjourned meeting, not less than 48 hours before the time appointed for the taking of the poll, and in default this form of proxy shall not be treated as valid provided always that the chairman of the meeting may at his discretion direct that an instrument of proxy shall be deemed to have been duly deposited upon receipt of telex or cable or facsimile confirmation from the appointor that the instrument of proxy duly signed is in the course of transmission to the Company. Delivery of any instrument of proxy shall not preclude a member from attending and voting in person at the meeting or poll concerned and, in such event, the instrument of proxy shall be deemed to be revoked.
7. Where there are joint registered holders of any share, any one of such persons may vote at any meeting, either personally or by proxy, in respect of such share as if he/she were solely entitled thereto; but if more than one of such joint holders be present at any meeting personally or by proxy, that one of the said persons so present being the most, or as the case may be, the more senior shall alone be entitled to vote in respect of the relevant joint holding and, for this purpose, seniority shall be determined by reference to the order in which the names of the joint holders stand on the register in respect of the relevant joint holding.
8. The form of proxy must be signed by you or by your attorney authorised in writing or, if you are a corporation, either under your seal or under the hand of an officer, attorney or other person duly authorised to sign the same.
9. The full text of the resolution referred to above is set out in the notice of the extraordinary general meeting dated 1 December 2010.