



越秀投資有限公司

GUANGZHOU INVESTMENT COMPANY LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock code: 123)

### Proxy Form for Extraordinary General Meeting

I/We<sup>1</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of<sup>2</sup> \_\_\_\_\_  
shares of HK\$0.10 each in the capital of **GUANGZHOU INVESTMENT COMPANY LIMITED** (the “Company”), hereby  
appoint<sup>3</sup> the chairman of the meeting or \_\_\_\_\_  
of \_\_\_\_\_  
as my/our proxy to attend and vote for me/us and on my/our behalf at the extraordinary general meeting (the “Meeting”) of the Company to be held at Plaza I-III, Lower Lobby, Novotel Century Hong Kong, 238 Jaffe Road, Wanchai, Hong Kong on Wednesday, 10 December 2008 at 9:30 a.m. (or at any adjournment thereof) on the undermentioned resolution as indicated.

ORDINARY RESOLUTION	FOR <sup>4</sup>	AGAINST <sup>4</sup>
1. (a) To approve, confirm and ratify the Transfer Agreement (as more particularly described in the circular to the shareholders of the Company dated 24 November 2008 (the “Circular”)) and the execution, delivery and performance thereof by the Company;  (b) To approve, confirm and ratify the Transfer (as more particularly described in the Circular) and all transactions contemplated under or incidental to the Transfer Agreement and all actions taken or to be taken by the Company and/or its subsidiaries pursuant to the Transfer Agreement; and  (c) To authorize any one director of the Company for and on behalf of the Company to do all such acts and things, to sign, execute and deliver all such other documents, deeds, instruments and agreements and to take such steps as he may consider necessary, desirable or expedient to give effect to or in connection with the Transfer, the Transfer Agreement or any of the transactions contemplated under the Transfer Agreement and all other matters incidental thereto.		

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

Date: \_\_\_\_\_ 2008

*Notes:*

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of shares of the Company 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. If any proxy other than the chairman of the meeting is preferred, delete the words “the chairman of the meeting or” 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 PERSON WHO SIGNS IT.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK IN THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK IN THE BOX MARKED “AGAINST”.** Failure to tick either box will entitle your proxy to cast your vote at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than those referred to in the notice convening the Meeting.
5. This form of proxy must be signed by you or your attorney duly authorized in writing or, in the case of a corporation, must be either under its common seal or under the hand of an officer or attorney duly authorized.
6. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes 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 or other authority, if any, under which it is signed or a notarially certified copy of such authority, must be deposited with the Company’s share registrar, Tricor Abacus Limited at 26/F., Tesbury Centre, 28 Queen’s Road East, Hong Kong, not later than 48 hours before the time appointed for holding of the Meeting or adjourned meeting thereof.
8. The proxy need not be a member of the Company but must attend the Meeting in person to represent you.