NGAI HING HONG COMPANY LIMITED

(Incorporated in Bermuda with limited liability)

PROXY FORM FOR ANNUAL GENERAL MEETING

I/We (note 1) _____

of _____

being the registered holder(s) of (note 2) _____

shares of HK$0.10 each in the capital of abovementioned company (the "Company"), HEREBY APPOINT (note 3) the Chairman of the meeting, or failing him _____

of _____

as my/our proxy to attend and vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held at Caine Room, Level 7, Conrad Hotel, Pacific Place, 88 Queensway, Hong Kong, on Thursday, 5th December 2002 at 10:00 a.m., or at any adjournment thereof, in respect of the resolutions set out in the notice convening the said meeting as hereunder indicated, and, if no such indication is given, as my/our proxy thinks fit.

	For (note 4)	Against (note 4)
1. To receive and consider the audited consolidated financial statements and the reports of the Directors and Auditors for the year ended 30th June 2002.		
2. To declare a final dividend for the year ended 30th June 2002.		
3. A. To re-elect Dr Wong Chi Ying, Anthony as Director.		
B. To authorise the Board of Directors to fix the remuneration of the Directors.		
4. To re-appoint PricewaterhouseCoopers as Auditors of the Company and to authorise the Board of Directors to fix their remuneration.		
5. To adopt a new share option scheme and to terminate the existing share option scheme.		
6. A. Resolution No. 6A as set out in the Notice of Annual General Meeting.		
B. Resolution No. 6B as set out in the Notice of Annual General Meeting.		
C. Resolution No. 6C as set out in the Notice of Annual General Meeting.		

Dated this _____ day of _____ 2002 Signature(s) (note 5): _____

Notes:

1. Full name(s) and address(es) 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 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" and insert the name and address of the proxy desired in the space provided.
4. **IMPORTANT:** IF YOU WISH TO VOTE FOR ANY RESOLUTION, TICK THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, TICK THE BOX MARKED "AGAINST". Failure to tick a 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. Where there are joint registered holders of any share, any one of such persons may vote at the meeting, either personally or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders is present at the meeting, personally or by proxy, that one of the said persons so present whose name stands first on the register in respect of such share shall alone be entitled to vote in respect thereof.
6. The form of proxy must be signed by you or your attorney duly authorised in writing. In the case of a corporation, this form must be executed under its common seal or under the hand of an officer or attorney duly authorised.
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 certified copy thereof, must be deposited at Unit 3, 6th Floor, Hopeful Factory Centre, 10 Wo Shing Street, Fo Tan, New Territories, Hong Kong not less than 48 hours before the time appointed for holding the meeting or adjourned meeting.
8. A proxy need not be a member of the Company but must attend the meeting to represent you.
9. Any alteration made to this form of proxy must be initialled by the person who signs it.