



Silver Base Group Holdings Limited

銀基集團控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 886)

FORM OF PROXY FOR USE AT THE ANNUAL GENERAL MEETING TO BE HELD ON MONDAY, 9 AUGUST 2010 AT 2:30 P.M. (OR AT ANY ADJOURNMENT THEREOF)

I/We (note a) _____
of _____
being the holder(s) of _____ (note b) shares of HK\$0.10 each of Silver Base Group Holdings Limited (the "Company") hereby appoint the Chairman of the Meeting, or _____
of _____
to act as my/our proxy (note c) at the annual general meeting of the Company (the "Meeting") to be held at Tianshan and Lushan Rooms, 5/F., Island Shangri-La Hong Kong, Pacific Place, Supreme Court Road, Central, Hong Kong on Monday, 9 August 2010 at 2:30 p.m. and at any adjournment thereof and to vote on my/our behalf as directed below.

ORDINARY RESOLUTIONS		For (note d)	Against (note d)
1.	To receive and consider the audited consolidated financial statements and the reports of the directors and auditors of the Company for the year ended 31 March 2010.		
2.	To declare a final dividend for the year ended 31 March 2010.		
3.	(a) To re-elect Mr. Joseph Marian Laurence Ozorio as Executive Director.		
	(b) To re-elect Ms. Cheung Mei Sze as Executive Director.		
	(c) To re-elect Mr. Wang Jindong as Executive Director.		
	(d) To re-elect Mr. Wu Jie Si as Non-Executive Director.		
	(e) To re-elect Mr. Hung Sui Kwan as Independent Non-Executive Director.		
	(f) To authorise the Board of Directors to fix the Directors' remuneration.		
4.	To re-appoint Ernst & Young as the auditors of the Company and to authorise the Board of Directors to fix their remuneration.		
5.	To grant a general mandate to the Board of Directors to allot, issue and deal with additional Shares.		
6.	To grant a general mandate to the Board of Directors to repurchase Shares.		
7.	To extend the general mandate granted to the Directors to allot, issue and deal with additional shares by addition of the nominal amount of the shares repurchased.		
SPECIAL RESOLUTION			
8.	To approve the proposed amendments to the articles of association of the Company.		

Shareholder's signature _____ (notes e, f, g and h)

Dated the _____ day of _____ 2010

Notes:

- a Full name(s) and address(es) are to be inserted in BLOCK CAPITALS.
- b 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).
- c 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.
- d **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 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 discretion. A proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than those set out in the notice convening the Meeting.
- e 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.
- f The form of proxy must be signed by a shareholder, or his 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.
- g 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, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 48 hours before the time of the Meeting or any adjourned Meeting.
- h Any alteration made to this form should be initialled by the person who signs the form.
- i All resolutions set out in the notice convening the Meeting will be decided by poll at the Meeting in accordance with the requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.