



# SINO GOLF HOLDINGS LIMITED

## 順龍控股有限公司

(incorporated in Bermuda with limited liability)

(Stock code: 00361)

### FORM OF PROXY FOR THE SPECIAL GENERAL MEETING (or any adjournment thereof)

I/We <sup>(Note 1)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of <sup>(Note 2)</sup> \_\_\_\_\_  
ordinary share(s) (the "Share(s)") of HK\$0.10 each in the share capital of SINO GOLF HOLDINGS LIMITED (the "Company"), **HEREBY APPOINT THE CHAIRMAN OF THE MEETING** or <sup>(Note 3)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
to act as my/our proxy to attend and act for me/us and on my/our behalf at the special general meeting (the "SGM") of the Company to be held at Room 1901, 19th Floor, Delta House, 3 On Yiu Street, Shatin, New Territories, Hong Kong on 24 December 2008 at 10:00 a.m., (or at any adjournment thereof) for the purpose of considering and, if thought fit, passing the resolution as set out in the notice convening the SGM and to vote on my/our behalf as hereunder indicated or, if no such indication is given, as my/our proxy thinks fit. My/our proxy will also be entitled to vote on any matters properly put to the SGM and any adjournment thereof in such manner as he thinks fit.

ORDINARY RESOLUTION	FOR <sup>(Note 4)</sup>	AGAINST <sup>(Note 4)</sup>
To approve the appointment of SHINEWING (HK) CPA Limited as auditors of the Company to fill the casual vacancy following the resignation of Ernst & Young and to hold office until the conclusion of the next annual general meeting of the Company at a remuneration to be agreed or fixed by the board of directors of the Company.		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2008                      Signature(s) <sup>(Note 5)</sup>: \_\_\_\_\_

#### Notes:

- Full name(s) and address(es) must be inserted in **BLOCK CAPITALS**. The names of all joint holders should be stated.
- Please insert the number of Shares registered in your name(s) to which this proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all Shares registered in your name(s).
- If any proxy other than the chairman of the meeting is preferred, strike out "**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 INITIALLED BY THE PERSON WHO SIGNS IT**. If no name is inserted, the chairman of the meeting will, (subject to the limitation as hereinafter mentioned), act as your proxy. Under the Bye-laws of the Company, a resolution put to the meeting shall be decided in the first instance on a show of hands unless a poll is properly demanded and on a show of hands, every member present in person or being a corporation by a duly authorised representative shall have one vote.
- IMPORTANT:** If you wish to vote for a resolution, tick the box marked "For". If you wish to vote against a resolution, tick the box marked "Against". If no direction is given, your proxy may vote or abstain as he/she thinks fit. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the SGM other than those referred to in the notice convening the SGM.
- This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either under its common seal or under the hand of an officer, attorney or other person duly authorised to sign the same.
- In order to be valid, this form of proxy together with the notarially certified power of attorney (if any) under which it is signed, must be lodged with the branch share registrar of the Company, Tricor Tengis Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Hong Kong as soon as practicable and in any event not less than 48 hours before the time appointed for holding of the SGM or the adjourned SGM.
- In the case of joint registered holders of any Shares, any one of such joint registered holders may vote at the SGM, either personally or by proxy, in respect of such Shares as if he/she were solely entitled thereto; but if more than one of such joint registered holders be present at the SGM, the vote of the most senior who tenders a vote either personally or by proxy shall be accepted to the exclusion of the votes of the other joint registered holders and, for this purpose, seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
- The proxy need not be a member of the Company but must attend the SGM in person to represent you.
- Completion and return of this form will not preclude you from attending and voting at the SGM if you so wish. If you attend and vote at the SGM, the authority of your proxy will be revoked.