



BEAUTIFUL CHINA HOLDINGS COMPANY LIMITED
美麗中國控股有限公司

(incorporated in Bermuda with limited liability)

(Stock code: 706)

FORM OF PROXY FOR USE AT THE ANNUAL GENERAL MEETING CONVENED TO BE HELD AT UNIT 2402, 24/F., ADMIRALTY CENTRE 1, 18 HARCOURT ROAD, HONG KONG ON FRIDAY, 27 JUNE 2014, AT 10:00 A.M. (AND AT ANY ADJOURNED MEETING) (“MEETING”)

I/We (*note a*) _____
of _____
being the holder(s) of _____ (*note b*) shares of Beautiful China Holdings Company Limited (the “**Company**”) hereby appoint the Chairman of the Meeting or _____
of _____
to act as my/our proxy (*note c*) at the Meeting to be held at Unit 2402, 24/F., Admiralty Centre 1, 18 Harcourt Road, Hong Kong on Friday, 27 June 2014, at 10:00 a.m. and at any adjournment thereof and to vote on my/our behalf as directed below.
Please make a mark “✓” in the appropriate boxes to indicate how you wish your vote(s) to be cast (*note d*).

RESOLUTIONS		FOR	AGAINST
1.	To receive and consider the audited financial statements and the reports of the directors and auditors for the year ended 31 December 2013.		
2.	a. To re-elect Mr. Zhou Wei Feng as director of the Company.		
	b. To re-elect Mr. Law Fei Shing as director of the Company.		
	c. To re-elect Mr. Chong Yiu Kan, Sherman as director of the Company.		
	d. To re-elect Mr. Lum Pak Sum as director of the Company.		
	e. To authorise the board to fix the remuneration of the directors.		
3.	To re-appoint RSM Nelson Wheeler as auditors of the Company and authorise the board to fix their remuneration.		
4(A).	To grant a general mandate to the directors to allot, issue and deal with additional shares not exceeding 20% of the issued share capital of the Company.		
4(B).	To grant a general mandate to the directors to repurchase shares up to 10% of the issued share capital of the Company.		
4(C).	To approve the extension of the general mandate to issue shares up to the number of shares repurchased by the Company.		

Dated the _____ day of _____ 2014

Shareholder’s signature _____ (*note e, f, g, and h*)

Notes:

- Full name(s) and address(es) are to be inserted in **BLOCK CAPITALS**.
- 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).
- 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.
- If you wish to vote for any of the resolutions set out above. Please tick (“✓”) the boxes marked “For”. If you wish to vote against any resolutions, please tick (“✓”) the boxes 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 is 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.
- In the case of joint holders, 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 holders 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.
- 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.
- To be valid, this form of proxy together with the power or attorney or other authority (if any) under which it is signed or a notarially certified copy of such power of authority must be deposited at the office of the Company’s branch share registrar in Hong Kong, Tricor Tengis Limited at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong not less than 48 hours before the time of the meeting or any adjourned meeting.
- Any alteration made to this form should be initialled by the person who signs the form.
- Completion and delivery of this form of proxy shall not preclude you from attending and voting at the meeting if you so wish.