



SINO HAIJING HOLDINGS LIMITED
中國海景控股有限公司

(incorporated in the Cayman Islands with limited liability)
(stock code: 8065)

EXTRAORDINARY GENERAL MEETING
FORM OF PROXY

Form of proxy for use by shareholders at the extraordinary general meeting (the “Meeting”) to be convened at Room 2412, 24th Floor, Wing On Centre, 111 Connaught Road Central on Tuesday, 10 April 2007 at 10:00 a.m. (or at any adjournment thereof)

I/We (note a) _____
of _____
being the holder(s) _____ of (note b) shares of HK\$0.01 each of Sino Haijing Holdings 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 Room 2412, 24th Floor, Wing On Centre, 111 Connaught Road Central, Hong Kong on Tuesday, 10 April 2007 at 10:00 a.m. and at any adjournment thereof and to vote on my/our behalf as directed below.

Please put a (“✓”) in the appropriate box to indicate how you wish your vote(s) to be cast on a poll (note d).

| Ordinary Resolutions | | For | Against |
|-----------------------------|--|------------|----------------|
| (a) | To approve the Share Consolidation to which every ten (10) issued and unissued ordinary shares of HK\$0.01 each (each an “Existing Share”) in the capital of the Company be consolidated into one (1) share of HK\$0.10 (each a “Consolidated Share”); | | |
| (b) | all fractions of the Consolidated Shares to which holders of issued shares of HK\$0.10 each in the capital of the Company would otherwise be entitled, if any, shall be aggregated, sold and retained for the benefit of the Company; and | | |
| (c) | the directors of the Company (the “Directors”) be and are generally authorised to do all such acts and things and execute all such documents, including under the seal of the Company, where applicable, as they consider necessary or expedient to give effect to the foregoing arrangements. | | |

Dated the _____ day of _____ 2007

Shareholder’s signature X _____ X (notes 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 a number is inserted, this form of proxy will be deemed to relate only to those shares. 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 box marked “For”. If you wish to vote against any resolutions, please tick (“✓”) the box marked “Against”. If this form of proxy returned is duly signed but without specific direction on the proposed resolution, the proxy will vote or abstain at his discretion in respect of the resolution. 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. Completion and return of this form of proxy shall not preclude you from attending and voting in person at the Meeting should you so wish.
- 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.
- 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 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 office of the Company’s branch registrar in Hong Kong, at Tengis Limited, at 26th Floor, Tesbury Centre, 28 Queen’s Road East, Wanchai, Hong Kong not later 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.