



**FORM OF PROXY FOR SPECIAL GENERAL MEETING
 TO BE HELD ON 22 OCTOBER 2008**

¹ No. of ordinary shares to which this proxy relates	
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I/We ²
 of
 the registered holder(s) of the ordinary share(s) of **PALIBURG HOLDINGS LIMITED** (the "Company") hereby appoint³
 the Chairman of the SGM (as defined below) or
 of
 as my/our proxy to attend, act and vote for me/us and on my/our behalf at the special general meeting of the Company to be held on Wednesday, 22 October 2008 at 11:30 a.m. (the "SGM") and at any adjournment thereof on the ordinary resolution referred to in the notice of the SGM (with or without modifications) as indicated below:

ORDINARY RESOLUTION	For ⁴	Against ⁴
To approve, among others, the share consolidation. ⁸		

Dated this day of 2008. Signature ⁵

NOTES:

1. Please insert the number of ordinary shares registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the ordinary shares in the capital of the Company registered in your name(s).
2. Please insert full name(s) and address(es) in **BLOCK CAPITALS**.
3. If any proxy other than the Chairman of the SGM is preferred, please strike out the relevant reference and insert the name and address of the proxy desired in the space provided. A member may appoint one or more proxies to attend and vote in his stead. A proxy need not be a member of the Company. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE DULY INITIALLED.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR OR AGAINST THE RESOLUTION, PLEASE PLACE AN "X" IN THE APPROPRIATE BOX.** If you do not indicate how you wish your proxy to vote, your proxy will exercise his discretion whether to vote for or against the ordinary resolution referred to in the notice of the SGM or to abstain from voting. Your proxy will be entitled to vote at his discretion on any resolutions properly put to the SGM other than that referred to in the notice of the SGM.
5. This form of proxy must be signed under the hand of the appointor or of his attorney duly authorised in writing, or if the appointor is a corporation, either under seal or under the hand of an officer or attorney duly authorised.
6. If two or more persons are jointly entitled to an ordinary share and are present at the SGM, only the joint holder whose name stands first in the register of shareholders of the Company in respect of the joint holding is entitled to vote at the SGM.
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 notarially certified copy of that power or authority, must be deposited with the Company's branch registrar in Hong Kong, Tricor Tengis Limited of 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for the SGM.
8. The full text of the above ordinary resolution is set out in the notice of the SGM.