



**FORM OF PROXY FOR ANNUAL GENERAL MEETING  
 TO BE HELD ON 9TH JUNE, 2010**

<sup>1</sup> No. of ordinary shares to which this form of proxy relates	
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I/We <sup>2</sup> .....  
 of .....  
 Ordinary Shareholder(s) of **PALIBURG HOLDINGS LIMITED** (the "Company") hereby appoint <sup>3</sup> the Chairman of the Meeting or .....  
 of .....  
 as my/our proxy to attend, act and vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held on Wednesday, 9th June, 2010 at 11:45 a.m. and at any adjournment thereof on the Resolutions referred to in the Notice of the Annual General Meeting (with or without modifications) as indicated below:

RESOLUTIONS		For <sup>4</sup>	Against <sup>4</sup>
1.	To adopt the Audited Financial Statements and the Reports of the Directors and the Auditors for the year ended 31st December, 2009.		
2.	To approve the recommended final dividend of HK3.3 cents per ordinary share.		
3.	(A) To re-elect Mr. Kenneth Ng Kwai Kai as a Director.		
	(B) To re-elect Mr. Ng Siu Chan as a Director.		
	(C) To re-elect Mr. Kenneth Wong Po Man as a Director.		
4.	To re-appoint Messrs. Ernst & Young as Auditors and authorise the Board of Directors to fix their remuneration.		
5.	(A) To give a general mandate to the Directors to purchase ordinary shares and warrants of the Company.		
	(B) To give a general mandate to the Directors to issue and dispose of additional ordinary shares of the Company.		
	(C) To extend the general mandate on the issue of additional ordinary shares.		
6.	To approve the amendments to the Bye-laws of the Company. <sup>8</sup>		

Dated this ..... day of ..... 2010. Signature <sup>5</sup> .....

**NOTES:**

- Please insert the number of ordinary shares registered in your name(s) to which this form of proxy relates. 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).
- Please insert full name(s) and address(es) in **BLOCK CAPITALS**.
- If any proxy other than the Chairman of the Meeting is preferred, 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, if he is a holder of more than one share, 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.**
- IMPORTANT: IF YOU WISH TO VOTE FOR OR AGAINST THE RESOLUTIONS, 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 Resolutions or to abstain from voting. Your proxy will be entitled to vote at his discretion on any resolutions properly put to the Meeting other than those referred to in the Notice convening the Meeting.
- 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.
- If two or more persons are jointly entitled to an ordinary share and are present at the Meeting, only the joint holder whose name stands first in the Register of Ordinary Shareholders in respect of the joint holding is entitled to vote at the Meeting.
- 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 share 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 Meeting.
- Details of the amendments to the Bye-laws of the Company are set out in the Notice of the Annual General Meeting.