



世纪阳光

CENTURY SUNSHINE ECOLOGICAL TECHNOLOGY HOLDINGS LIMITED

世紀陽光生態科技控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8276)

**Form of Proxy for use at the Extraordinary General Meeting to be convened on 1st December 2006
("EGM") (or any adjournment thereof)**

I/We ^(Note 1) _____

of _____

being the registered holder(s) of ^(Note 2) _____ shares of HK\$0.10 each (the "Share(s)") in the capital of Century Sunshine Ecological Technology Holdings Limited (the "Company"), hereby appoint the chairman of the EGM or ^(Note 3) _____

of _____

as my/our proxy ^(Note 4) to act for me/us at the EGM of the Company to be held at Unit 3907, Cosco Tower, 183 Queen's Road Central, Hong Kong on 1st December 2006 at 9:30 a.m. (and at any adjournment thereof) for the purpose of considering and, if thought fit, passing the resolutions set out in the notice convening the EGM, and at the EGM and at any adjournment thereof, to vote for me/us in my/our name(s) as indicated below in respect of such resolution and, if no such indication is given, as my/our proxy thinks fit.

Ordinary Resolution ^(Note 5)	FOR ^(Note 6)	AGAINST ^(Note 6)
To approve the subdivision of the existing issued and unissued shares of HK\$0.10 each in the share capital of the Company into five shares of HK\$0.02 each and any transactions contemplated thereby.		
Special Resolution ^(Note 5)	FOR ^(Note 6)	AGAINST ^(Note 6)
To approve the amendments to the articles of association of the Company.		

Signed this _____ day of _____ 2006.

Shareholders' signature(s) ^(Notes 7 & 8): _____

Notes:

1. Full name(s) and address(es) must be inserted in **BLOCK CAPITALS**. The names of all joint holders should be stated.
2. 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 registered in your name(s).
3. Please insert the name and address of the proxy desired in the space provided. If no name is inserted, the duly appointed chairman of the EGM will act as your proxy.
4. A proxy need not be the chairman of the EGM. You are entitled to appoint a proxy of your own choice. If you wish to appoint some person other than the chairman of the EGM as your proxy, please delete the words "the chairman of the EGM or" and insert the name and address of the person appointed proxy in the space provided.
5. The description of the resolutions in this form is by way of summary only. Please refer to the notice of the EGM dated 7th November 2006 for the full text of these resolutions.
6. **IMPORTANT: If you wish to vote for or against the resolution, please place a "✓" in the box marked "FOR" or the box marked "AGAINST" as appropriate. Failure to complete a box will entitle your proxy to cast your vote(s) or abstain at his discretion. Your proxy will also be entitled to vote or abstain at his discretion on any resolution properly put to the EGM other than that referred to in the notice convening the EGM.**
7. 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 seal or under the hand of an officer or attorney duly authorised to sign the same.
8. Where there are joint registered holders of any Share, any one of such joint holders may vote at the EGM, either in person or by proxy, in respect of such Shares as if he were solely entitled thereto, but if more than one of such joint holders are present at the EGM in person or by proxy, that one of the said persons so present whose name stands first on the register of members in respect of such Shares shall alone be entitled to vote in respect thereof.
9. A proxy need not be a member of the Company.
10. In order to be valid, this form of proxy and the power of attorney or other authority, if any, under which it is signed or a certified copy of such power of attorney or authority, must be deposited at the Company's Hong Kong share registrar, Tricor Investor Services Limited, at 26/F, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong, as soon as possible but in any event not less than 48 hours before the time appointed for the holding of the EGM or any adjournment thereof. Completion and return of this form of proxy will not preclude you from attending and voting in person at the EGM or any adjournment thereof should you so wish.
11. **Any alteration made to this form of proxy must be initialled by the person who signs it.**