



## Loulan Holdings Limited

樓蘭控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8039)

### Proxy form for Annual General Meeting

I/We (note 1) \_\_\_\_\_ of \_\_\_\_\_ (note 1) being the registered holder(s) of (note 2) \_\_\_\_\_ ordinary shares of HK\$0.01 each in the share capital of LOULAN HOLDINGS LIMITED (the "Company"), hereby appoint (note 3) \_\_\_\_\_ of \_\_\_\_\_ or failing him, the chairman of the meeting as my/our proxy to attend and act for me/us at the annual general meeting of the Company (the "AGM") to be held at Room 405, 4/F., 20 Luard Road, Wanchai, Hong Kong on 21 February 2008 at 10:00 a.m. and any adjournment thereof and to vote at such meeting in respect of the ordinary resolution as hereunder indicated, or if no such indication is given, as my/our proxy thinks fit.

As Ordinary Resolution		For(note 4)	Against(note 4)
1.	To receive and consider the audited consolidated financial statements and the reports of the directors and the auditors for the year ended 31 December 2005		
2.	To receive and consider the audited consolidated financial statements and the reports of the directors and the auditors for the year ended 31 December 2006		
3.	(a) To re-elect directors:		
	(i) To re-elect Mr. Woo Hang Lung as executive director		
	(ii) To re-elect Mr. Poon Chiu as executive director		
	(iii) To re-elect Mr. Guo Ping as executive director		
	(iv) To re-elect Mr. Tsao Ke Wen Calvin as non-executive director		
	(b) To authorize the board of directors (the "Board") to fix their remuneration		
4.	(a) To appoint independent non-executive directors :		
	(i) To appoint Mr. So Wai Lam David		
	(ii) To appoint Mr. Li Wah Chung Allan		
	(iii) To appoint Mr. Wong Tai Hong Gerald		
	(b) To authorize the board of directors (the "Board") to fix their remuneration		
5.	To re-appoint Cheng & Cheng Limited, Certified Public Accountants as auditors and the Board be authorised to fix their remuneration		
6.	To grant a general mandate to the board of directors to issue new shares		

Date: \_\_\_\_\_ 2008

Signature(s) (note 5): \_\_\_\_\_

#### Notes:

1. Please insert full name(s) and address(es) in block capitals.
2. Please indicate clearly the number of shares in the Company registered in your name(s) in respect of which the proxy is so appointed. If no such number is inserted, the proxy will be deemed to be appointed in respect of all the shares in the Company registered in your name(s).
3. Where the proxy appointed is not the Chairman of the meeting, please cross out "or failing him, the Chairman of the meeting" and fill in name(s) and address(es) of the proxy in the space provided. **Each shareholder is entitled to appoint one or more than one proxy to attend and vote at the AGM on his behalf. The proxy needs not be a member of the Company.**
4. **Important:** if you wish to vote for any resolution, tick in the box marked "For". If you wish to vote against any resolution, tick in the box marked "Against". Failure to tick any box will entitle your proxy to cast your vote at his discretion.
5. This form of proxy must be signed by you or your attorney duly authorised in writing (in this case, the power of attorney must be notarially certified) or, in the case of a corporation or institution, either under the seal or under the hand of any director or attorney duly authorised in writing.
6. To be valid, this proxy form and, if such proxy form is signed by a person under a power of attorney or other authority on behalf of the appointor, a notarially certified copy of that power of attorney or other authority (if applicable), must be deposited at the office of the Company's share registrar in Hong Kong, Tricor Investor Services Limited at Level 26, Tesbury Centre, 28 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for the AGM.
7. Any alteration made to this proxy form must be initialled by the person(s) who sign(s) it.