



MIRABELL

MIRABELL INTERNATIONAL HOLDINGS LIMITED

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 1179)

Proxy Form (Annual General Meeting – 6 August 2004)

I/We¹ _____
of _____
hereby appoint the Chairman of the Meeting² _____

as my/our proxy to attend and vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held at Holiday Inn Golden Mile Hong Kong, 50 Nathan Road, Kowloon, Hong Kong on Friday, 6 August 2004 at 10:30 a.m. and at any adjournment thereof and to vote in respect of the undermentioned ordinary resolutions and special resolution as indicated³.

	For	Against
1. To receive and consider the audited financial statements for the year ended 29 February 2004 and the Reports of the Directors and Auditors thereon		
2. To declare a final dividend		
3. (a) To re-elect the retiring director, Mr Ng Man Kit, Lawrence as a director		
(b) To re-elect the retiring director, Mr Lee Kwan Hung as a director		
(c) To authorise the board of directors to fix the directors' remuneration		
4. To re-appoint PricewaterhouseCoopers as auditors of the Company and to authorise the board of directors to fix their remuneration		
5. Ordinary Resolutions		
(A) To grant to Directors a general mandate to issue new shares of the Company up to 20% of the Company's issued share capital		
(B) To grant to Directors a mandate to repurchase shares of the Company up to 10% of the Company's issued share capital		
(C) To extend the general mandate of above 5(A) to add repurchased shares to the share issue mandate		
6. Special Resolution To approve the proposed amendments to the Articles of Association of the Company		

Dated this _____ day of _____ 2004 Signature _____

(Full name in block capitals please)

Notes:

- Please insert your full name(s) and address(es) in **block capitals**.
- If you wish to appoint a proxy other than the Chairman of the Meeting, please strike out "the Chairman of the Meeting" and insert the name and address of the person you wish to appoint in the space provided. **Any alteration made to this form of proxy must be initialed by the person who signs it.** A proxy need not be a shareholder of the Company.
- Please indicate with an "X" in the appropriate space beside each of the resolutions how you wish the proxy to vote on your behalf. In the absence of any such indication, the proxy will vote for or against the resolution or will abstain at his/her discretion.
- In the case of joint shareholders, the vote of the senior who renders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote(s) of other joint shareholder(s) and for this purpose, seniority shall be determined by the order in which the names stand in the Register of Members.
- The form of proxy must be signed by you or your attorney duly authorised in writing. In the case of a corporation, this form must be executed under seal or under the hand of any officer or attorney duly authorised.
- 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 thereof must be deposited at the office of the Company's Hong Kong branch share registrar, Abacus Share Registrars Limited, at Ground Floor, Bank of East Asia Harbour View Centre, 56 Gloucester Road, Wanchai, Hong Kong not later than 10:30 a.m. on 4 August 2004.