

SHAW BROTHERS (HONG KONG) LIMITED

Proxy Form

I/We _____ of _____

(BLOCK CAPITALS)

being the registered member(s) of _____¹ ordinary shares of HK\$0.25 each of Shaw Brothers (Hong Kong) Limited hereby appoint² the Chairman of the Meeting or _____ of _____

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 on **Friday, 17th September 2004** and at any adjournment thereof on the undermentioned Resolutions as indicated:

| | | See Note 3 | |
|----|--|------------|---------|
| | | For | Against |
| 1. | To receive and consider the Company's Accounts and the Reports of the Directors and Auditors for the year ended 31st March 2004. | | |
| 2. | To declare a final dividend. | | |
| 3. | To re-elect Dr. Yei-ching Chow as a Director. | | |
| 4. | To re-elect Ms. Julie Yuk-shun Ng as a Director. | | |
| 5. | To fix the fees of Directors. | | |
| 6. | To appoint PricewaterhouseCoopers as Auditors of the Company and to authorise the Directors to fix their remuneration for the year ending 31st March 2005. | | |
| 7. | To give a general mandate to the Directors to issue additional shares. | | |

Shareholder's
Signature:

Date _____ 2004 _____

- Notes:**
1. Please insert the number of shares registered in your name(s). If no number is inserted, this form will be deemed to relate to all the shares in the Company registered in your name(s).
 2. If you wish to appoint a proxy other than the Chairman of the meeting, please strike out "the Chairman of the Meeting or" 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 INITIALLED BY THE PERSON WHO SIGNS IT.
 3. Please indicate with a "✓" in the appropriate box beside 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 Resolutions or will abstain at his discretion.
 4. In the case of joint Shareholders, any one of such holders may vote at the Meeting either in person or by proxy in respect of such share, but if more than one of such joint holders are present at the Meeting personally or by proxy, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote(s) of other joint holder(s) and for this purpose seniority shall be determined by the order in which the names stand in the Register of members.
 5. To be valid, this form together with the power of attorney, or other authority (if any), under which it is signed or a notarially certified copy thereof, in the case of a corporation, either under its common seal or under the hand of an officer or attorney duly authorized in that behalf and to the satisfaction of the Directors must be deposited at the registered office of the Company at Lot 220, Clear Water Bay Road, Kowloon, Hong Kong, not later than 48 hours before the appointed time for the holding of the meeting or the adjourned meetings.
 6. A proxy need not be a member of the Company. A member is entitled to appoint a proxy of his own choice.