



JEWELLERY & PEARLS LIMITED

(Incorporated in the Cayman Islands with limited liability)

PROXY FORM FOR ANNUAL GENERAL MEETING TO BE HELD ON 17TH NOVEMBER, 2005

I/We (note 1) _____

of _____

being the registered holder(s) of (note 2) _____ shares of HK\$0.50 each in
the capital of the Company, HEREBY APPOINT (note 3) _____

of _____

or failing him, the Chairman of the meeting as my/our proxy to act for me/us at the Annual General Meeting (or at any adjournment thereof) of the Company to be held at Ching Room, 4/F., Sheraton Hong Kong Hotel & Towers, 20 Nathan Road, Kowloon, Hong Kong on 17th November, 2005 at 11:00 a.m. and at the said meeting (or at any adjournment thereof) to vote, on a poll, for me/us and in my/our name(s) as hereunder indicated or, if no such indication is given, as my/our proxy thinks fit.

RESOLUTIONS		FOR (Note 4)	AGAINST (Note 4)
1.	To receive and consider the Financial Statements and the Reports of the Directors and Auditors for the year ended 31st May, 2005.		
2.	To declare a final dividend.		
3.	(i) To re-elect the following Directors:		
	(a) Mr. Peter Ka Yue LEE		
	(b) Mr. Michael Richard POIX		
	(c) Mr. David Wai Kwong WONG		
	(d) Mr. Andy Yick Man NG		
	(ii) To authorise the Directors to fix the remuneration of the Directors.		
4.	To appoint Auditors for the ensuing year and to authorise the Directors to fix their remuneration.		
5(A).	To approve the New Issue Mandate. (Note 5)		
5(B).	To approve the Repurchase Mandate. (Note 5)		
5(C).	To approve the extension of the New Issue Mandate. (Note 5)		
6.	To approve the amendments to the Articles of Association of the Company. (Note 5)		
7.	To approve the adoption of “聯洲珠寶有限公司” as the Chinese Name of the Company.		

Date this _____ day of _____ 2005 Shareholder's Signature _____

Notes:

- Full name(s) and address(es) in **BLOCK CAPITALS**. The names of all joint holders should be stated.
- 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 of the Company registered in your name(s).
- Please insert the name and address in **BLOCK CAPITALS** of the proxy desired. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.**
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, TICK IN THE BOX MARKED “FOR” BESIDE THE APPROPRIATE RESOLUTION. IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, TICK IN THE BOX MARKED “AGAINST” BESIDE THE APPROPRIATE RESOLUTION.** Failure to complete the boxes will entitle your proxy to cast his vote at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than those referred to in the notice convening the meeting.
- The description of this Resolution is by way of summary only. The full text appears in the Notice of Annual General Meeting.
- This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of corporation, must be either under its common seal or under the hand of an officer, attorney, or other person duly authorised.
- In the case of joint holders, the vote of the senior who tenders a vote shall be accepted to the exclusion of the votes of the other joint holders, and seniority shall be determined by the order in which the names of the holders stand in the Register of Members.
- 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 principal place of business of the Company at Block C6, 12th Floor, Hong Kong Industrial Centre, 489-491 Castle Peak Road, Cheung Sha Wan, Kowloon, Hong Kong not less than 48 hours before the time for holding the meeting (or adjourned meeting as the case may be).
- The proxy needs not be a member of the Company but must attend the meeting in person to represent you.
- ANY ALTERATION MADE IN THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**