



PEOPLE'S FOOD HOLDINGS LIMITED

大众食品控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 708)

PROXY FORM — SPECIAL GENERAL MEETING

I/We¹ _____

of _____

being the registered holder(s) of² _____

ordinary shares of HK\$0.50 each in the capital of the above-named Company (“the Company”) hereby appoint³

_____ of _____

or the Chairman of the Special General Meeting as my/our proxy at the Special General Meeting (and at any adjournment thereof) of the Company to be held at Grand Hyatt Singapore, Magnolia IV Room, 10 Scotts Road, Singapore 228211 on Friday, 28 April 2006 at 3:15 p.m. for the purpose of considering and, if thought fit, passing the Resolutions as set out in the Notice convening the said meeting and at such meeting (and at such adjournment thereof) to vote on my/our behalf in respect of the Resolutions as directed below:

Special resolution relating to:	For	Against
Amendments to the Bye-Laws of the Company		

Dated this _____ day of _____ 2006 Signature(s) _____

Notes:

1. Full name(s) and address(es) are to be inserted in BLOCK CAPITALS.
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 in the capital of the Company registered in your name(s).
3. A proxy need not be a member of the Company. If you wish to appoint some person other than the Chairman of the Special General Meeting as your proxy, please delete the words “or the Chairman of the Special General Meeting” and insert the name and address of the person appointed proxy in the space provided.
4. If you wish to vote for the resolution set out above, please tick (“√”) the box marked “For”. If you wish to vote against the resolution, please tick (“√”) the box marked “Against”. If this form of proxy is duly signed and returned but without specific direction on the proposed resolution, the proxy will vote or abstain at his discretion in respect of the resolution. A proxy will also be entitled to vote at his direction on any resolution properly put to the meeting other than that set out in the notice convening the meeting.
5. In the case of a joint holding, this form of proxy may be signed by any one of the joint registered holders, but if more than one joint registered holder is present at the meeting, whether in person or by proxy, the one whose name stands first in the register of members in respect of the relevant joint holding shall alone be entitled to vote in respect thereof.
6. This form of proxy must be signed by a shareholder, or his attorney duly authorised in writing, or if the shareholder is a corporation, either under its Common Seal or under the hand of an officer or attorney so authorised.
7. To be valid, this form of proxy together with any power of attorney or other authority (if any) under which it is signed or a certified copy of such power or authority must be deposited at the offices of the Company's Hong Kong branch share registrar, Tengis Limited at 26/F., Tesbury Centre, 28 Queen's Road East, Hong Kong not later than 48 hours before the time of the meeting or any adjourned meeting.
8. Any alteration made to this form should be initialled by the person who signs the form.

* For identification purposes only.