

Shaw Brothers (Hong Kong) Limited

(incorporated in Hong Kong with limited liability)
(Stock Code: 00080)

FORM OF PROXY

FOR THE EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF THE COMPANY TO BE HELD ON FRIDAY, 27 FEBRUARY 2009 AT 10:30 A.M.

(or as soon thereafter as the Court Meeting (as defined below) shall have been concluded or adjourned)

(or any adjournment thereof)

I/We, ¹		
of		
being the registered holder(s) of ² ordinary shares of HK\$0.25 each in the capital of Shaw Brothers (Hong Kong). Chairman of the Extraordinary General Meeting (as defined below), or ³	Limited (the "Company")	
ofas my/our proxy to attend and act for me/us and on my/our behalf at the Extraordinar		
HK\$0.25 each in the capital of the Company (or at any adjournment thereof) (the Fanling Room, Lower Level I, Kowloon Shangri-La Hotel, Tsim Sha Tsui East, Kowloa.m. (or as soon thereafter as the meeting of certain holders of the ordinary shares of by direction of the High Court of the Hong Kong Special Administrative Region for adjourned (the "Court Meeting")), for the purpose of considering and, if thought fit, convening the Extraordinary General Meeting and at such Extraordinary General Mee and in my/our name(s) in respect of the special resolution as hereunder indicated, and if the special resolution is the special resolution as hereunder indicated, and if the special resolution as hereunder indicated, and if the special resolution is the special resolution as hereunder indicated, and if the special resolution is the special resolution as hereunder indicated, and if the special resolution is the special resolution as hereunder indicated.	Extraordinary General Moon, Hong Kong on Friday, HK\$0.25 each in the capitathe same day and place shassing the special resoluting (or at any adjournment)	Meeting") to be held in the 27 February 2009 at 10:30 at 10:30 at 10:40 fine Company convened that have been concluded or tion as set out in the notice to thereof) to vote for me/us
	FOR ⁴	AGAINST ⁴
SPECIAL RESOLUTION TO APPROVE, INTER ALIA, THE SCHEME AND THE RELATED REDUCTION OF AUTHORISED AND ISSUED SHARE CAPITAL OF THE COMPANY AND THE ISSUE AND ALLOTMENT OF THE NEW SHARES AS DEFINED AND MORE PARTICULARLY SET OUT IN THE NOTICE CONVENING THE EXTRAORDINARY GENERAL MEETING		
Dated this day of 2009 Sig	gnature(s) ⁵	
Notes:		

- 1. Full name(s) and address(es) must be inserted in BLOCK CAPITALS.
- 2. Please insert the number of the ordinary shares of HK\$0.25 each in the capital of the Company registered in your name(s) and to which this proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all of such shares registered in your name(s).
- 3. If any proxy other than the Chairman of the Extraordinary General Meeting is preferred, strike out the words "the Chairman of the Extraordinary General Meeting (as defined below), or" and insert the name and address of the proxy desired in the space provided. You are entitled to appoint not more than two persons of your own choice as your proxy or proxies to attend and, on a poll, vote in your stead. Your proxy need not be a member of the Company, but your proxy must attend the Extraordinary General Meeting to represent you. ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON(S) WHO SIGNS IT.
- 4. IMPORTANT: IF YOU WISH TO VOTE FOR THE SPECIAL RESOLUTION, TICK IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE SPECIAL RESOLUTION, TICK IN THE BOX MARKED "AGAINST". Failure to tick either box will entitle your proxy to cast your vote or abstain at his/her/its discretion.
- 5. This form of proxy must be signed by you or your attorney duly authorised in writing or, if the appointor is a corporation, must be either under its common seal or under the hand of an attorney or a duly authorised officer.
- 6. To be valid, this form together with the letter or power of attorney 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 attorney or a duly authorised officer in that behalf and to the satisfaction of the directors of the Company 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 Extraordinary General Meeting or the adjourned meetings. A vote cast by proxy shall not be invalidated by the revocation of the appointment of the proxy or of the authority under which the appointment was made unless notice in writing of such revocation shall have been received by the Company at the registered office of the Company, Lot 220 Clear Water Bay Road, Kowloon, Hong Kong, not later than 24 hours before, or by the company secretary of the Company or the Chairman of the Extraordinary General Meeting on the day and at the place, but before the commencement, of the Extraordinary General Meeting or the adjourned meetings.
- 7. In the case of joint holders of a share, 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 the 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 of the Company in respect of the share.