

(a company incorporated in Bermuda with limited liability) (Stock Code: 3938)

Form of proxy for use at the special general meeting to be held on 16 November 2011

I/We (Note 1)

HEREBY APPOINT THE CHAIRMAN OF THE MEETING (Note 3) or

of

of

as my/our proxy to vote and act for me/us at the special general meeting (and at any adjournment thereof) of the said Company to be held at Concord Room I, 8th Floor, Renaissance Harbour View Hotel, 1 Harbour Road, Wanchai, Hong Kong on Wednesday, 16 November 2011 at 11:30 a.m. or as soon after the annual general meeting of the Company convened at 10:30 a.m. on the same day shall have ended, for the purposes 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 any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the resolutions as indicated below (Note 4):

ORDINARY RESOLUTIONS		FOR	AGAINST
1.	The revised annual cap for the sale of logs, plywood and laminated veneer lumber between the Group and Sojitz Corporation and its subsidiaries for the year ending 30 June 2012, the agreement dated 5 October 2011 for the sale of logs, plywood and laminated veneer lumber between the Group and Sojitz Corporation and its subsidiaries, and the related annual caps for the three years ending 30 June 2013, 2014 and 2015. Details of which are set out in the notice of special general meeting dated 27 October 2011.		
2.	The agreement for the sale of housing products dated 5 October 2011 between the Group and Sojitz Corporation and its subsidiaries and the related annual caps for the three years ending 30 June 2013, 2014 and 2015. Details of which are set out in the notice of special general meeting dated 27 October 2011.		
3.	The revised annual cap for the purchase of logging and motor vehicles and parts by Syarikat Samling Timber Sdn. Bhd., Tamex Timber Sdn. Bhd., Miri Parts Trading Sdn. Bhd. and Sorvino Holdings Sdn. Bhd. from Hap Seng Auto Sdn. Bhd. and its subsidiaries for the year ending 30 June 2012, the agreement dated 5 October 2011 for the purchase of logging and motor vehicles and parts by Syarikat Samling Timber Sdn. Bhd., Tamex Timber Sdn. Bhd. and Sorvino Holdings Sdn. Bhd. from Hap Seng Auto Sdn. Bhd. and is subsidiaries and the related annual caps for the three years ending 30 June 2013, 2014 and 2015. Details of which are set out in the notice of special general meeting dated 27 October 2011.		
4.	The agreement dated 5 October 2011 for the trade-in of used logging vehicles by Syarikat Samling Timber Sdn. Bhd. and Tamex Timber Sdn. Bhd. to Hap Seng Auto Sdn. Bhd. and its subsidiaries and the related annual caps for the three years ending 30 June 2012, 2013 and 2014. Details of which are set out in the notice of special general meeting dated 27 October 2011.		
5.	The agreement for the sales of fertilizers and agro-chemicals dated 5 October 2011 between Amalania Koko Berhad, Timor Enterprises Sdn. Bhd. and Samling Plantation Sdn. Bhd., as purchasers, and Hap Seng Fertilizer Sdn. Bhd., as vendor, and the related annual caps for the three years ending 30 June 2013, 2014 and 2015. Details of which are set out in the notice of special general meeting dated 27 October 2011.		
6.	The agreement for the sales of fertilizers and agro-chemicals dated 5 October 2011 between PT. Tunas Borneo Plantations, PT. Abadi Borneo Plantations and SGL Plantations Holding Limited, as purchasers, and PT. Sasco Indonesia, as vendor, and the related annual caps for the three years ending 30 June 2012, 2013 and 2014. Details of which are set out in the notice of special general meeting dated 27 October 2011.		
7.	To authorise the directors of the Company to do all such acts, deeds and things and to negotiate, finalise and/ or sign, all such documents as they shall, in their absolute discretion, deem fit in order to effect and complete the foregoing approved resolutions numbered 1, 2, 3, 4, 5 and 6 and to comply with any requirements of any regulatory authority in connection therewith, including but not limited to The Stock Exchange of Hong Kong Limited. Details of which are set out in the notice of special general meeting dated 27 October 2011.		

## Dated this \_\_\_\_day of 2011

Notes:

- 1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS.**
- 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 Company 2. registered in your name(s).

Signed

- If any proxy other than the Chairman is preferred, strike out "THE CHAIRMAN OF THE MEETING" here inserted and insert the name and address of the proxy 3. desired in the space provided. ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT. 4
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTIONS, TICK THE APPROPRIATE BOXES MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTIONS, TICK THE APPROPRIATE BOXES MARKED "AGAINST". Failure to complete any or all the boxes will entitle your proxy to cast his votes at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the special general meeting other than those referred to in the notice convening the special general meeting.
- The full text of these resolutions appear in the notice of this special general meeting dated 27 October 2011. 5.
- 6. This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation must be either executed under its common seal or under the hand of an officer or attorney duly authorised.
- In the case of joint holders the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint 7. holder(s) and for this purpose seniority will be determined by the order in which the names stand in the register of members of the Company.
- 8. 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 certified copy thereof, must be deposited at the Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the special general meeting.

9 The proxy need not be a member of the Company but must attend the special general meeting in person to represent you.

10. Completion and delivery of the form of proxy will not preclude you from attending and voting at the special general meeting if you so wish.

\* for identification purposes only