

# NEW CAPITAL INTERNATIONAL INVESTMENT LIMITED

## 新資本國際投資有限公司\*

(incorporated in Cayman Islands with limited liability)

(Stock Code: 1062)

### Form of Proxy for Annual General Meeting

I/We (Note 1) \_\_\_\_\_ of \_\_\_\_\_  
\_\_\_\_\_ being a member of **NEW CAPITAL INTERNATIONAL INVESTMENT LIMITED** (the “**Company**”) hereby appoint (Notes 2 & 3) \_\_\_\_\_  
of \_\_\_\_\_  
or failing him/her, \_\_\_\_\_ of \_\_\_\_\_  
as my/our proxy to vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held at 39th Floor, One International Finance Centre, 1 Harbour View Street, Central, Hong Kong on Thursday, 26th day of May, 2005 at 3:00 p.m. and at any adjournment thereof. The proxy will vote on the proposed resolutions in respect of the under mentioned matters as indicated below:

	<b>FOR</b> (Note 4)	<b>AGAINST</b> (Note 4)
1. To adopt the Audited Financial Statements together with the Reports of the Directors and Auditors for the year ended 31st December 2004		
2. (a) to re-elect Cheng Bing Ren, a retiring Director, as a Director (b) to re-elect Lawrence H. Wood, a retiring Director, as a Director		
3. To re-appoint KPMG as Auditors of the Company and to authorise the Directors to fix their remuneration		
4. To approve the general mandate to the Directors for the issue of shares		
5. To approve the general mandate to the Directors for the repurchase of shares		
6. To approve extension of the general mandate for the issue of shares by addition of the shares repurchased		

Number of shares held: \_\_\_\_\_ shares      Members' Signature(s) \_\_\_\_\_

Proxy's specimen signature: \_\_\_\_\_      Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2005.

#### Notes:

1. Full name(s) and address(es) of the member(s) completing this form to be inserted in block capitals in the space provided.
2. A member is entitled to appoint a proxy of his/her own choice. A proxy need not be a member of the Company.
3. Insert in block capitals the name(s) and address(es) of the proxy desired in the space provided. Any alteration to this form of proxy must be initialled by the member(s) who sign(s) it. A corporation may execute a form of proxy under the hand of a duly authorised officer.
4. Important: if you wish your proxy to vote for a particular resolution, place a “✓” in the appropriate box under “For”. If you wish your proxy to vote against a particular resolution, place a “✓” in the appropriate box under “Against”. If this proxy form is returned to the Company without properly indicating how the proxy shall vote on any particular matter, the proxy shall be entitled to exercise his/her discretion as to whether he/she votes in respect of the relevant matter and if so how. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Meeting other than those referred to in the notice convening the Meeting.
5. To be valid, this form of proxy must be completed and deposited at the Company's branch share registrar in Standard Registrars Limited, G/F, Bank of East Asia Harbour View Centre, 56 Gloucester Road, Wanchai, Hong Kong, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of that power or authority, not less than 48 hours before the time appointed for holding the Meeting.

\* For identification purposes only