



MIRAMAR HOTEL AND INVESTMENT CO., LTD.
(Incorporated in Hong Kong with limited liability)

FORM OF PROXY FOR ANNUAL GENERAL MEETING

I/We ^(Note 1) _____
of _____
being the registered holder(s) of ^(Note 2) _____ shares of
HK\$0.70 each in the capital of MIRAMAR HOTEL AND INVESTMENT CO., LTD. (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 Miramar Ballroom, Hotel Miramar Penthouse, 130 Nathan Road, Kowloon, on Tuesday, 5 September 2006 at 12:00 noon for the purpose of considering and, if thought fit, passing the Ordinary Resolutions set out in the notice convening the said Annual General Meeting and at such Meeting (or at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the said resolutions as indicated below, and, if no such indication is given, as my/our proxy thinks fit.

	RESOLUTIONS	FOR ^(Note 4)	AGAINST ^(Note 4)
1	To adopt the audited Accounts for the year ended 31 March 2006 and the Reports of the Directors and Auditors.		
2	To declare a final dividend.		
3	(a) To re-elect Dr David Sin Wai Kin as Director.		
	(b) To re-elect Mr Richard Tang Yat Sun as Director.		
	(c) To re-elect Mr Tony Ng as Director.		
	(d) To re-elect Mr Norman Ho Hau Chong as Director.		
	(e) To re-elect Mr Howard Yeung Ping Leung as Director.		
	(f) To re-elect Mr Timpson Chung Shui Ming as Director.		
	(g) To re-elect Mr Peter Yu Tat Kong as Director.		
4	To re-appoint KPMG as Auditors and authorise the Directors to fix their remuneration.		
5	To give the Directors a general unconditional mandate to repurchase shares of the Company.		

Signature ^(Note 5) _____ Dated this _____ day of _____ 2006

Notes:

1. Full name(s) and address(es) 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. Please insert the name and address of the proxy desired. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.** The proxy need not be a member of the Company, but must attend the meeting in person to represent you.
4. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE PLACE A "✓" IN THE RELEVANT BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE PLACE A "✓" IN THE RELEVANT BOX MARKED "AGAINST".** 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.
5. This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, either under seal or under the hand of an officer or attorney duly authorised in writing.
6. Where there are joint registered holders of any share, any one of such persons may vote at the meeting, either personally or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders be present at the meeting, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register of members in respect of the joint holding.
7. 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 lodged with the registered office of the Company at 118-130 Nathan Road, Kowloon, Hong Kong, not less than 48 hours before the time appointed for holding the meeting or adjourned meeting. Completion and return of the form of proxy will not preclude you from attending the meeting and voting in person.
8. Any alteration made to this form of proxy must be initialled by the person who signs it.