



TAI PING CARPETS INTERNATIONAL LIMITED

(Incorporated in Bermuda with limited liability)

PROXY FORM

I/We _____
of _____
being a registered shareholder of Tai Ping Carpets International Limited (“the Company”) **hereby appoint** _____
of _____
or failing him _____
of _____
as my/our proxy to attend and vote for me/us and on my/our behalf in respect of _____
shares held by me/us in the Company at the Annual General Meeting of the Company to be held at 21st Floor, St. George’s Building, 2 Ice House Street, Central, Hong Kong on Tuesday, 25th May 2004 at 11:30 a.m. or at every adjournment thereof on the resolutions as set out in the notice convening the said Meeting as indicated below:

Ordinary Resolutions	See Note 1	
	For	Against
Resolution no. 1 in relation to the adoption of the Statement of Accounts and the Reports of the Directors and Auditors for the year ended 31st December 2003.		
Resolution no. 2 in relation to declaration of final dividend for the year ended 31st December 2003.		
Resolution no. 3a in relation to the re-election of the following Directors, who retire in accordance with Bye-laws 100 and 109(A), as Directors:		
(i) Mr. James H. Kaplan		
(ii) Mr. Anthony Y. C. Yeh		
(iii) Mr. Kent M. C. Yeh		
(iv) Mr. Lincoln K. K. Leong		
(v) Mr. Nicolas T. J. Colfer		
(vi) Mrs. Yvette Y. H. Yeh Fung		
Resolution no. 3b in relation to authorise the Directors to fix their remuneration.		
Resolution no. 4 in relation to the appointment of PricewaterhouseCoopers, as Auditors of the Company and authorise the Directors to fix their remuneration.		
Resolution no. 5 in relation to the general mandate to the Directors to issue shares.		
Resolution no. 6 in relation to the general mandate to the Directors to repurchase shares.		
Special Resolution	For	Against
Resolution no. 7 in relation to the amendment of the Bye-laws of the Company (See Note 5).		

As witness my/our hand this _____ day of _____ 2004 Signature(s): _____

Notes:

- Please indicate with an “X” in the appropriate space beside each of the resolutions how you wish the proxy to vote on your behalf. In the absence of any such indication, the proxy will vote for or against the resolution or will abstain at his discretion.
- To be valid this proxy form must be completed, signed and deposited at the Company’s Branch Registrars and Registration Office in Hong Kong, Computershare Hong Kong Investor Services Limited, Rooms 1901-05, 19th Floor, Hopewell Centre, 183 Queen’s Road East, Hong Kong, not less than 48 hours before the time for holding the Meeting.
- A proxy need not be a registered shareholder of the Company.
- 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 under its common seal or under the hand of an officer or attorney duly authorised.
- The full text of this resolution is set out in the Notice of the Annual General Meeting.