



Golden Harvest

ORANGE SKY GOLDEN HARVEST ENTERTAINMENT (HOLDINGS) LIMITED

橙天嘉禾娛樂(集團)有限公司\*

(Incorporated in Bermuda with limited liability)

(Stock Code: 1132)

FORM OF PROXY FOR USE AT THE SPECIAL GENERAL MEETING (OR AT ANY ADJOURNMENT THEREOF)

Form of proxy for use at the special general meeting to be held on 10 February 2010 at 10:00 a.m. or any adjournment thereof

I/We (Note 1) ... of ... being the registered holder(s) of (Note 2) ... shares of HK\$0.10 each in the capital of Orange Sky Golden Harvest Entertainment (Holdings) Limited (the "Company"), HEREBY APPOINT THE CHAIRMAN OF THE MEETING or (Note 3) ... of ... as my/our proxy to act for me/us at the special general meeting (or at any adjournment thereof) of the Company to be held at Board Room, 16th Floor, The Peninsula Office Tower, 18 Middle Road, Tsimshatsui, Kowloon, Hong Kong at 10:00 a.m. on 10 February 2010 and at any adjournment thereof and to vote on my/our behalf on the resolution as set out in the notice convening the special general meeting (the "Notice") as indicated below (Note 4).

Table with 3 columns: Ordinary Resolution, For (Note 4), Against (Note 4). Row 1: To approve the ordinary resolution as set out in the Notice.

Dated this ... day of ... 2010 Signature(s) (Note 5): ...

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) to which this proxy relates.
3. If any proxy other than the Chairman of the Meeting is preferred, please delete the words "THE CHAIRMAN OF THE MEETING or" and insert the name and address of the proxy desired in the space provided.
4. IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, PLEASE TICK IN THE BOX BELOW THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, PLEASE TICK IN THE BOX BELOW THE BOX MARKED "AGAINST".
5. This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must either be under its common seal or under the hand of an officer or attorney or any other person duly authorised.
6. In the case of joint holders of a share, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the vote(s) of the other joint holder(s).
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 certified copy thereof, must be deposited with the Company's branch share registrar and transfer office in Hong Kong, Tricor Tengis Limited, 26th Floor, Tesbury Centre, 28 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for the holding of the special general meeting or any adjournment thereof.
8. Completion and return of this form of proxy will not preclude you from attending and voting at the special general meeting if you so wish. In the event that you attend the meeting, this form of proxy will be deemed to have been revoked.

\* For identification purpose only