



鈞濠集團有限公司*

GRAND FIELD GROUP HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 115)

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

I/We (Note 1) _____ of _____

being the registered holder(s) of (Note 2) _____ ordinary shares of HK\$0.02 each in the capital of GRAND FIELD GROUP HOLDINGS LIMITED (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 special general meeting (or at any adjournment thereof) of the Company to be held at Suites 03-05, 9/F., Shui On Centre, 6-8 Harbour Road, Wanchai, Hong Kong on 8 April 2014, Tuesday at 10:00 a.m. (the "Meeting") for the purposes of considering and, if thought fit, passing the resolution as set out in the notice convening the Meeting (the "Notice") and at the said Meeting (or any adjournment thereof) to vote for me/us and in my/our name(s) as hereunder indicated or, if no such indication is given, as my/our proxy thinks fit.

	ORDINARY RESOLUTION	For (Note 4)	Against (Note 4)
1.	To approve the capital reorganisation comprising the share consolidation of every five (5) issued and unissued shares of par value HK\$0.02 each in the share capital of the Company into one (1) share (the "Consolidated Share") of par value HK\$0.10 and the capital increase to increase the authorised share capital of the Company be increased from HK\$100,000,000 divided into 1,000,000,000 Consolidated Shares of par value of HK\$0.10 each to HK\$500,000,000 divided into 5,000,000,000 Consolidated Shares of par value of HK\$0.10 each.*		

* Full texts of the resolution are set out in the Notice.

Dated this _____ day of _____ 2014 Shareholder's signature: _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the number of ordinary shares of HK\$0.02 each registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the shares of the Company registered in your name(s).
- 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.**
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION(S), TICK IN THE BOX(ES) MARKED "FOR" BESIDE THE APPROPRIATE RESOLUTION(S). IF YOU WISH TO VOTE AGAINST THE RESOLUTION(S), TICK IN THE BOX(ES) MARKED "AGAINST" BESIDE THE APPROPRIATE RESOLUTION(S).** Failure to complete the boxes will entitle your proxy to cast his vote at his discretion.
- 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.
- Where there are joint registered holders of any share, any one of such persons may vote at any meeting, either personally or by proxy, in respect of such share as if he was solely entitled thereto; but if more than one of such joint holders be present at any meeting personally or by proxy, that one of the said persons so present whose name stands first on the register of members in respect of such share shall alone be entitled to vote in respect thereof.
- 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 deposited at the Company's branch share registrar and transfer office in Hong Kong, Tricor Secretaries Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Hong Kong (Existing Public Office until 30 March 2014); Level 22, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (New Public office with effect from 31 March 2014) being not less than 48 hours before the time appointed for holding the Meeting or any adjournment thereof.
- The proxy need not be a member of the Company.
- Any alteration made in this form of proxy must be initialled by the person who signs it.

* For identification purpose only