



21 Holdings Limited

21 控股有限公司*

(incorporated in Bermuda with limited liability)

(stock code: 1003)

FORM OF PROXY FOR 2011 ANNUAL GENERAL MEETING

I/We (Note 1) _____

of _____ being the registered holder(s)

of (Note 2) _____ share(s) of HK\$0.01 each in the share capital of 21 Holdings Limited (the "Company")

HEREBY APPOINT THE CHAIRMAN OF THE MEETING or (Note 3) _____

of _____

as my/our proxy to attend and vote for me/us and on my/our behalf at the annual general meeting (or any adjournment thereof) of the Company to be held at Unit 1303, 13/F, Tower 2, Lippo Centre, 89 Queensway, Admiralty, Hong Kong on 25 May 2011 at 09:30 a.m. for the purpose of considering and, if thought fit, passing, with or without modifications, the resolutions set out in the notice convening such meeting or, if no such indication is given, as my/our proxy think(s) fit.

Table with 3 columns: RESOLUTIONS, FOR (Note 4), and AGAINST (Note 4). Rows 1-7 list various resolutions including financial statements, director elections, remuneration, and share options.

Dated this _____ day of _____ 2011 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).
3. If any proxy other than the Chairman is preferred, strike out "the chairman of the meeting or" here and insert the name and address of the desired proxy in the space provided.
4. IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK THE BOX MARKED "FOR".
5. This form of proxy must be signed by you or your attorney duly authorised in writing.
6. In order to be valid, this form of proxy, together with the power of attorney or other authority (if any) under which it is signed.
7. In the case of joint holders, any one of such joint holders may vote at the Meeting.
8. The proxy need not be a member of the Company but must attend the Meeting in person to represent you.

* for identification purpose only