Leeport

LEEPORT (HOLDINGS) LIMITED
力 豐 （ 集 團 ） 有 限 公 司 *

(Incorporated in Bermuda with limited liability)

(Stock Code: 387)

FORM OF PROXY FOR USE AT THE SPECIAL GENERAL MEETING
TO BE HELD ON 28 December 2011 ("MEETING") AND ANY ADJOURNMENT THEREOF

I/We *(Note 1)* _____

of _____

being the registered holder(s) of _____ shares *(Note 2)* of HK$0.10 ("Shares") each in the capital of Leeport (Holdings) Limited (the "Company"), HEREBY APPOINT THE CHAIRMAN OF THE MEETING or *(Note 3)* _____

of _____

as my/our proxy to (a) attend on my/our behalf at the Meeting (and at any adjournment thereof) of the Company to be held at 1st Floor, Block 1, Golden Dragon Industrial Centre, 152-160 Tai Lin Pai Road, Kwai Chung, New Territories, Hong Kong on 28 December 2011 at 3:00 p.m. for the purpose of considering and, if thought fit, passing the resolutions set out in the notice convening the Meeting dated 9 December 2011 (the "SGM Notice") and at such meeting (and at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the resolutions as indicated below *(Note 4)*:–

	ORDINARY RESOLUTION *(Note 5)*	FOR *(Note 4)*	AGAINST *(Note 4)*
1.	The Agreement and the Transactions be and are hereby approved, ratified and confirmed; the Loan Agreement be and is hereby approved and confirmed; and the directors of the Company are hereby authorised to do all such further acts and things and execute such further documents which in their opinion may be necessary or expedient to give effect to the terms of the Agreement, the Loan Agreement and the Transactions.		

Dated this _____ day of _____, 2011.   Signature _____

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK LETTERS.**

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. If any proxy other than the Chairman is preferred, please strike out words "**THE CHAIRMAN OF THE MEETING**" and insert the name and address of the proxy desired in the space provided. You may appoint one or more proxies to attend the Meeting. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS PROXY. ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**

4. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK THE APPROPRIATE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE TICK THE APPROPRIATE BOX MARKED "AGAINST".** Failure to complete any of 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. The full text of each resolution referred to above appears in the SGM Notice dated 9 December 2011.

6. This form of proxy must be signed by you or your attorney duly authorized 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 authorized.

7. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holder(s), and for this purpose seniority will be determined by the order in which the names stand in the Register of Members.

8. To be valid, this form of proxy, together with the power of attorney (if any) 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 registrars in Hong Kong, Tricor Investor Services Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for the holding the meeting or any adjournment thereof.

9. The proxy need not be a member of the Company but must attend the meeting in person to represent you.

10. Completion and delivery of the form of proxy will not preclude you from attending and voting at the meeting if you so wish, and in such event, the form of proxy shall be deemed to be revoked.

* *For identification purpose only*