



# CHINA STAR INVESTMENT HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 764)

## PROXY FORM

### Form of proxy for use at the annual general meeting to be held on 30 June 2009 (or any adjournment thereof)

I/We<sup>1</sup> \_\_\_\_\_ of \_\_\_\_\_ being a member of China Star Investment Holdings Limited (the "Company") and the registered holder(s) of \_\_\_\_\_ shares<sup>2</sup> of HK\$0.01 each in the capital of the Company, hereby appoint the Chairman of the meeting, or<sup>3</sup> \_\_\_\_\_ of \_\_\_\_\_

as my/our proxy to vote and act for me/us at the annual general meeting (and at any adjournment thereof) of the Company to be held at Unit 3408, Shun Tak Centre, West Tower, 168-200 Connaught Road Central, Hong Kong on Tuesday, 30 June 2009 at 4:00 p.m. and to vote in respect of the following resolutions as indicated and on any other business that may properly come before the annual general meeting, and, if no such indication is given, as my/our proxy thinks fit.

| ORDINARY RESOLUTIONS |  | FOR <sup>4</sup> | AGAINST <sup>4</sup> |
|----------------------|--|------------------|----------------------|
| 1.                   | To receive, consider and adopt the audited consolidated financial statements of the Company for the year ended 31 December 2008 together with the reports of the directors and the independent auditors thereon. |                  |                      |
| 2.                   | (i) To re-elect Mr. Heung Wah Keung as an executive director of the Company;   |                  |                      |
|                      | (ii) To re-elect Mr. Tang Chak Lam, Gilbert as an independent non-executive director of the Company; and   |                  |                      |
|                      | (iii) To authorise the board of directors of the Company to fix their remuneration.  |                  |                      |
| 3.                   | To re-appoint Messrs. HLB Hodgson Impey Cheng as the auditors of the Company and authorise the board of directors of the Company to fix their remuneration.  |                  |                      |
| 4.                   | (A) Ordinary Resolution No. 4A of the notice of annual general meeting (to give a general mandate to the directors of the Company to allot and issue additional shares of the Company).                          |                  |                      |
|                      | (B) Ordinary Resolution No. 4B of the notice of annual general meeting (to give a general mandate to the directors of the Company to repurchase securities of the Company).                                      |                  |                      |
|                      | (C) Ordinary Resolution No. 4C of the notice of annual general meeting (to extend the general mandate granted to the directors of the Company to allot and issue additional shares of the Company).              |                  |                      |
|                      | (D) Ordinary Resolution No. 4D of the notice of annual general meeting (to refresh the 10% scheme mandate limit on the grant of options under the share option scheme).  |                  |                      |

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2009 Signature<sup>5</sup>: \_\_\_\_\_

#### Notes:

1. Please insert full name(s) and address(es) in **BLOCK CAPITALS**.
2. Please insert the number of shares registered in your name(s) to which the proxy relates. 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).
3. A proxy need not be a shareholder of the Company. If you wish to appoint some person other than the Chairman of the meeting as your proxy, please delete the words "the Chairman of the meeting" and insert the name and address of the person appointed proxy in the space provided.
4. **IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTIONS, TICK THE APPROPRIATE BOXES MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTIONS, TICK THE APPROPRIATE BOXES MARKED "AGAINST".** Failure to complete any or all the boxes will entitle your proxy to cast his votes at his discretion. Your proxy will also be entitled to vote or abstain at his discretion on any resolution properly put to the meeting other than those referred to the notice convening the meeting.
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 be either under its common seal or under the hand of an officer or attorney duly authorised.
6. In the case of a joint holding, this form of proxy may be signed by any joint holder, but if more than one joint holder is present at the meeting, whether in person or by proxy, that one of the joint holders whose name stands first on the register of members in respect of the relevant joint holding shall alone be entitled to vote in respect thereof.
7. To be valid, this form of proxy, together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or attorney or other authority, must be deposited at the Company's branch share registrar in Hong Kong, Tricor Standard Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time of the meeting or any adjournment thereof.
8. Completion and delivery of this form of proxy will not preclude you from attending and voting at the meeting if you so wish.
9. Any alteration made to this form of proxy should be initialed by the person who signs it.