



HENG TAI CONSUMABLES GROUP LIMITED

亨泰消費品集團有限公司

Incorporated in the Cayman Islands with limited liability

Stock Code : 0197

PROXY FORM

Form of proxy for use by shareholders at the Annual General Meeting (the "Meeting") to be convened at InterContinental Hong Kong, Function Room – Catalpa, Second Floor, 18 Salisbury Road, Tsim Sha Tsui, Kowloon, Hong Kong on Monday, 5 December 2011 at 10:30 a.m.

I/We (note a) _____ of _____ being the holder(s) of _____ (note b) shares of HK\$0.01 each of Heng Tai Consumables Group Limited (the "Company") hereby appoint the Chairman of the Meeting or _____ of _____

to act as my/our proxy (note c) at the Meeting to be held at InterContinental Hong Kong, Function Room – Catalpa, Second Floor, 18 Salisbury Road, Tsim Sha Tsui, Kowloon, Hong Kong on Monday, 5 December 2011 at 10:30 a.m. and at any adjournment thereof and to vote on my/our behalf as directed below.

Please make a mark in the appropriate boxes to indicate how you wish your vote(s) to be cast on a poll (note d).

ORDINARY RESOLUTIONS (notes i and j)		FOR	AGAINST
1.	To receive and adopt the audited consolidated financial statements and the reports of the directors and auditors for the year ended 30 June 2011		
2.	(a) To re-elect Mr CHU Ki as executive director		
	(b) To re-elect Ms LEE Choi Lin, Joecy as executive director		
	(c) To re-elect Mr POON Yiu Cheung, Newman as independent non-executive director		
	(d) To authorise the board of directors to fix the directors' remuneration		
3.	To re-appoint the Company's auditors and authorise the board of directors to fix their remuneration		
4.	To grant a general mandate to the directors to issue, allot and otherwise deal with the Company's shares		
5.	To grant a general mandate to the directors to repurchase the Company's shares		
6.	To add the nominal amount of the shares repurchased by the Company under resolution no. 5 to the mandate granted to the directors under resolution no. 4		
7.	To approve the refreshment of the scheme mandate limit		
SPECIAL RESOLUTION			
8.	To approve the amendment of the Memorandum of Association and the Articles of Association and to adopt the amended and restated version		

Dated the _____ day of _____ 2011 Shareholder's signature (notes e, f, g and h) _____

Notes:

- Full name(s) and address(es) are to be inserted in **BLOCK CAPITALS**.
- 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).
- A proxy need not be a member 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 or" and insert the name and address of the person appointed proxy in the space provided.
- If you wish to vote for any resolution set out above, please tick ("✓") the box marked "For". If you wish to vote against any resolution, please tick ("✓") the box marked "Against".** If this form returned is duly signed but without specific direction on any proposed resolution, the proxy will vote or abstain at his discretion in respect of the resolution. A proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than those set out in the notice convening the Meeting.
- 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 holder 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.
- The form of proxy must be signed by a shareholder, or his attorney duly authorised in writing, or if the shareholder is a corporation, either under its Common Seal or under the hand of an officer or attorney so authorised.
- 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 authority must be deposited at the branch share registrar and transfer office of the Company in Hong Kong, Union Registrars Limited, at 18th Floor, Fook Lee Commercial Centre, Town Place, 33 Lockhart Road, Wanchai, Hong Kong not later than 48 hours before the time of the Meeting or any adjourned Meeting.
- Any alteration made to this form should be initialled by the person who signs the form.**
- Pursuant to the Listing Rules, the Chairman of the Meeting will demand that all resolutions will be voted by way of poll at the Meeting.
- The complete version of the resolutions and further details in relation thereto are set out in the circular and the notice of the Meeting of the Company both dated 28 October 2011. Copies of which may be found on the website of the Stock Exchange at www.hkex.com.hk under "Latest Listed Companies Information" and on the website of the Company at www.hengtai.com.hk.