



# CHINA STAR FILM GROUP LIMITED

## 中國星電影集團有限公司

(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)

(Stock Code: 8172)

### PROXY FORM

**Form of proxy for use by shareholders at the special general meeting (the “Meeting”) of China Star Film Group Limited (the “Company”) to be held at Unit 3407, 34/F., Shun Tak Centre, West Tower, 168-200 Connaught Road Central, Hong Kong at 11:00 a.m. on Monday, 24 May 2010 and at any adjournment thereof.**

I/We <sup>(note a)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the holder(s) of \_\_\_\_\_ <sup>(note b)</sup> shares of HK\$0.01 each in the Company hereby appoint the  
Chairman of the Meeting or \_\_\_\_\_ of  
\_\_\_\_\_ to act as my/our  
proxy <sup>(note c)</sup> at the Meeting to be held at Unit 3407, 34/F., Shun Tak Centre, West Tower, 168-200 Connaught Road  
Central, Hong Kong at 11:00 a.m. on Monday, 24 May 2010 and at any adjournment thereof and to vote on my/our  
behalf as directed below.

Please make a mark in the appropriate box to indicate how you wish your vote to be cast by way of poll <sup>(note d)</sup>.

Ordinary Resolutions	For	Against
(1) To approve the sale and purchase agreement dated 8 February 2010 entered into between the Company (as vendor) and Keen Modern Limited (as purchaser) (as amended by a supplemental agreement dated 22 April 2010) in relation to the sale and purchase of the entire issued share capital in Mega Shell Services Limited and all obligations, indebtedness or liabilities incurred by Mega Shell Services Limited to the Company.		
(2) To approve the payment of special dividend of HK\$0.12 for each ordinary share in the issued share capital of the Company.		

Dated the \_\_\_\_\_ day of \_\_\_\_\_ 2010

Shareholder's signature \_\_\_\_\_ <sup>(notes e, f, g and h)</sup>

**Notes:**

- a. Please insert full name(s) and address(es) in **BLOCK CAPITALS**.
- b. 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).
- c. 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.
- d. If you wish to vote for the resolutions set out above, please tick (“✓”) the box marked “For”. If you wish to vote against the resolution, please tick (“✓”) the box marked “Against”. If this form returned is duly signed but without specific direction on the 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 resolutions properly put to the Meeting other than those set out in the notice convening the Meeting.
- e. 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.
- f. 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.
- g. 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 with Computershare Hong Kong Investor Services Limited, the branch share registrar of the Company in Hong Kong, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 48 hours before the time of the Meeting or any adjourned meeting.
- h. Any alteration made to this form should be initialled by the person who signs the form.