



# ORIENTAL EXPLORER HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 430)

## FORM OF PROXY

I/We<sup>1</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of<sup>2</sup> \_\_\_\_\_ shares of HK\$0.01 each in the capital  
of Oriental Explorer Holdings Limited (the "Company") hereby appoint<sup>3</sup> \_\_\_\_\_  
of \_\_\_\_\_  
or the chairman of the meeting as my/our proxy at the annual general meeting of the Company to be held at  
25/F., Pacific Link Tower, Southmark, 11 Yip Hing Street, Aberdeen, Hong Kong on Thursday, 30 May 2013 at  
3:30 p.m. and at any adjournment thereof and to vote on my/our behalf as directed below:-

Resolutions		For <sup>4</sup>	Against <sup>4</sup>
1.	To receive and consider the audited consolidated financial statements and the reports of the directors and the auditors for the year ended 31 December 2012.		
2.	(a) To re-elect, approve and confirm the continuous appointment of the retiring director Mr. Lo Yick Wing as an independent non-executive director who has served the Company for more than nine years as an independent non-executive director.		
	(b) To re-elect Mr. Tsui Ka Wah as an independent non-executive director.		
	(c) To authorise the board of directors to fix the remuneration of the directors.		
3.	To appoint auditors for the ensuing year and authorise the board of directors to fix their remuneration.		
4.	To give a general mandate to the directors to issue and allot additional shares of the Company.		
5.	To give a general mandate to the directors to repurchase the Company's own shares.		
6.	To extend the general mandate to the directors to issue and allot the shares repurchased by the Company under the mandate referred to in item 4 above.		
7.	To terminate the existing share option scheme and to adopt the new share option scheme of the Company.		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2013 Signature(s)<sup>5</sup> \_\_\_\_\_  
Shareholder(s)

**Notes:**

1. Full name(s) and address to be inserted in **BLOCK CAPITALS**.
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. A proxy need not be a member of the Company. A shareholder is entitled to appoint a proxy to attend and, in the event of a poll, vote on his behalf. If such an appointment is made, you may delete the words "or the chairman of the meeting" and insert the name and address of the person appointed as proxy in the space provided. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON(S) WHO SIGN(S) IT.**
4. **PLEASE INDICATE WITH A "✓"** in the appropriate space beside each item how you wish the proxy to vote on your behalf on a poll. If this form is returned duly signed, but without any such indication, the proxy will vote or abstain 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. 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 under its common seal or under the hand of an officer or attorney duly authorised.
6. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy or by representative, will be accepted to the exclusion of the votes of the other joint holder(s). For this purpose, seniority is determined by the order in which the names stand in the register of members in respect of the joint holding.
7. In order 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 that power or authority, must be deposited with the branch share registrar of the Company in Hong Kong, Tricor Tengis Limited at 26/F., Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not later than 48 hours before the time for holding the meeting or any adjourned meeting.
8. Completion and delivery of the form of proxy will not preclude you from attending and voting at the annual general meeting if you so wish.