



# SEA HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 251)

## PROXY FORM

### Form of proxy for use by shareholders at the ANNUAL GENERAL MEETING convened at 11:30 a.m. on 12th May, 2005

I/We <sup>(note 1)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the holder(s) of <sup>(note 2)</sup> \_\_\_\_\_ ordinary shares of HK\$0.10 each of the above named  
Company **hereby appoint** the Chairman of the meeting or \_\_\_\_\_  
of \_\_\_\_\_  
to act as my/our proxy <sup>(note 3)</sup> at the annual general meeting of the Company to be held on 12th May, 2005 and at any  
adjournment thereof and to vote on my/our behalf as directed below.

Please indicate with a "✓" in the spaces provided how you wish your vote(s) to be cast on a poll.

	FOR	AGAINST
1. To receive and consider the audited financial statements and the reports of the directors and the auditors for the year ended 31st December, 2004.		
2. To declare a final dividend.		
3. (a) To re-elect the following Directors who retire and offer themselves for re-election:		
(i) Mr. Lu Wing Chi		
(ii) Mr. Tse Man Bun		
(iii) Mr. Lu Wing Yuk, Andrew		
(iv) Mr. Lu Yong Lee		
(v) Mr. Walujo Santoso, Wally		
(vi) Mr. Chung Pui Lam		
(b) To fix maximum number of directors, to authorize the board to appoint additional directors up to the maximum number and to fix the directors' remuneration.		
4. To re-appoint Deloitte Touche Tohmatsu as auditors for the ensuing year and to authorise the board of directors to fix the auditors' remuneration.		
<b>Special Business</b>		
5(A). Ordinary Resolution – to give a general mandate to directors to issue and allot additional shares not exceeding 20% of the issued share capital of the Company.		
5(B). Ordinary Resolution – to give a general mandate to directors to repurchase the Company's own shares and warrants not exceeding 10% of the issued share capital and 10% of warrants outstanding of the Company.		
5(C). Ordinary Resolution – to extend the general mandate under Resolution 5(A) by the addition of the number of shares to be repurchased by the Company pursuant to Resolution No. 5(B).		

Dated the \_\_\_\_\_ day of \_\_\_\_\_, 2005

Shareholder's Signature: \_\_\_\_\_ <sup>(notes 4 & 5)</sup>

#### Notes:

- Full name(s) and address(es) 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 member may appoint a proxy of his choice who need not be a member of the Company. If such an appointment is made, delete the words "the Chairman of the meeting or" and insert the name and address of the person appointed as the proxy in the space provided.
- In the case of joint holders this form of proxy must be signed by the member whose name stands first on the register of members.
- This form of proxy must be signed by the appointer, or his attorney duly authorised in writing, or if such appointor be a corporation, either under its Common Seal or under the hand of an officer or attorney so authorised.
- If this form is returned duly signed but without a specific direction, the proxy will vote or abstain at his discretion.
- 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 principal office of the Company at 26th Floor, Dah Sing Financial Centre, 108 Gloucester Road, Wanchai, Hong Kong not less than 48 hours before the time of the meeting or any adjournment thereof.
- Any alterations made in this form should be initialled.