



Silver Base

Silver Base Group Holdings Limited

銀基集團控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 886)

PROXY FORM

**Form of proxy for use by shareholders at the annual general meeting (the “Meeting”)
to be convened at Salon II & III, Mezzanine Floor, Grand Hyatt Hong Kong,
1 Harbour Road, Hong Kong on Thursday, 27 August 2009 at 2:00 p.m.**

I/We (note a) _____
of _____
being the holder(s) of _____ (note b) shares of HK\$0.10 each of
Silver Base Group Holdings 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 Salon II & III, Mezzanine Floor, Grand Hyatt Hong Kong, 1 Harbour Road, Hong Kong on
Thursday, 27 August 2009 at 2:00 p.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).

		For	Against
1.	To receive and consider the audited consolidated financial statements and the reports of the directors and auditors of the Company for the year ended 31 March 2009.		
2.	(a) To re-elect Mr. Liang Guoxing as Executive Director.		
	(b) To re-elect Mr. Chen Sing Hung Johnny as Executive Director.		
	(c) To re-elect Mr. Chung Wai Man as Executive Director.		
	(d) To re-elect Ms. Cheung Mei Sze as Executive Director.		
	(e) To re-elect Mr. Wu Jie Si as Non-Executive Director.		
	(f) To re-elect Mr. Hung Sui Kwan as Independent Non-Executive Director.		
	(g) To re-elect Mr. Guan Huanfei as Independent Non-Executive Director.		
	(h) To re-elect Mr. Ma Lishan as Independent Non-Executive Director.		
	(i) To authorise the Board of Directors to fix the Directors’ remuneration.		
3.	To re-appoint Ernst & Young as the auditors of the Company and to authorise the Board of Directors to fix their remuneration.		
4.	To grant a general mandate to the Directors to allot, issue and deal with the Company’s shares*.		
5.	To grant a general mandate to the Directors to repurchase the Company’s shares*.		
6.	To extend the general mandate granted to the Directors to allot, issue and deal with additional shares by addition of the nominal amount of the shares repurchased*.		

Dated the _____ day of _____ 2009

Shareholder’s signature x _____ x (notes e, f, g and h)

Notes:

- a Full name(s) and address(es) are to be inserted 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 any of the resolutions set out above, please tick (“/”) the box(es) marked “For”. If you wish to vote against any resolutions, please tick (“√”) the box(es) marked “Against”. If this form returned is duly signed but without specific direction on any of the proposed resolutions, the proxy will vote or abstain at his discretion in respect of all resolutions; or if in respect of a particular proposed resolution there is no specific direction, the proxy will, in relation to that particular proposed resolution, vote or abstain at his discretion. 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.
- 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 at the offices of the Company’s branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited at Rooms 1806-07, 18th 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.

* The full text of the resolution is set out in the Notice of the Annual General Meeting

This document is prepared in both English and Chinese. In the event of inconsistency, the English text of this document shall prevail over the Chinese text.