



# 新創建 NWS

新創建集團有限公司\*  
NWS HOLDINGS LIMITED

(incorporated in Bermuda with limited liability)  
(stock code: 659)

## PROXY FORM

**Proxy form for the special general meeting to be held on 8 August 2011 (the “Special General Meeting”) or at any adjournment thereof**

I/We<sup>(1)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of<sup>(2)</sup> \_\_\_\_\_ shares of HK\$1.00 each in the capital of NWS Holdings Limited (the “Company”) **HEREBY APPOINT**<sup>(3)</sup> \_\_\_\_\_  
of \_\_\_\_\_

or failing him, the Chairman of the Special General Meeting, as my/our proxy to attend on my/our behalf at the Special General Meeting of the Company to be held at Meeting Rooms S226-S227 (Harbour Road Entrance), Hong Kong Convention and Exhibition Centre, 1 Expo Drive, Wanchai, Hong Kong on Monday, 8 August 2011 at 11:30 a.m. (or at any adjournment thereof) for the purpose of considering and, if thought fit, passing the resolution as set out in the notice convening the said meeting and at such meeting (or at any adjournment thereof) to vote for me/us on my/our behalf in respect of the resolution as hereunder indicated or, if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTION	FOR <sup>(4)</sup>	AGAINST <sup>(4)</sup>
To approve and confirm the proposed Annual Caps in respect of the Continuing Connected Transactions contemplated under the NWD Master Services Agreement for each of the three financial years ending 30 June 2014, details of which are set out in the notice convening the Special General Meeting.		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2011 Signature<sup>(5)</sup>: \_\_\_\_\_

### Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. In the case of joint registered holders, the names of all joint registered holders should be stated.
2. Please insert the number of shares registered in your name(s). If no number is inserted, this proxy form will be deemed to relate to all the shares in the Company registered in your name(s).
3. Please insert the name and address of the proxy desired. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE SPECIAL GENERAL MEETING WILL ACT AS YOUR PROXY. ANY ALTERATION MADE TO THIS PROXY FORM MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, PUT A TICK IN THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, PUT A TICK IN THE BOX MARKED “AGAINST”.** Failure to do so will entitle your proxy to cast his vote at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the Special General Meeting other than that referred to in the notice convening the Special General Meeting.
5. This proxy form must be signed by you or your attorney duly authorized in writing or in the case of a corporation must be either under its common seal or under the hand of an officer or attorney duly authorized in that behalf. The signature must match the records maintained by the Company’s branch share registrar in Hong Kong.
6. Where there are joint registered holders of any shares, any one of such persons may vote at the Special General Meeting, either personally or by proxy, in respect of such shares as if he was solely entitled thereof; but if more than one of such joint holders be present at the Special General Meeting personally or by proxy, that one of the said persons so present whose name stands first on the register of members in respect of such shares shall alone be entitled to vote in respect thereof.
7. In order to be valid, this proxy form, together with the power of attorney or other authority (if any) under which it is signed or a certified copy thereof, must be deposited at the Company’s branch share registrar in Hong Kong, Tricor Standard Limited, at 26/F., Tesbury Centre, 28 Queen’s Road East, Hong Kong not less than 48 hours before the time appointed for holding of the Special General Meeting or any adjournment thereof (as the case may be).
8. The proxy need not be a member of the Company but must attend the Special General Meeting in person to represent you.
9. Completion and delivery of the proxy form will not preclude you from attending and voting at the Special General Meeting in person if you so wish, but the authority of your proxy will be invalid forthwith.

\* For identification purposes only