SOUTH CHINA HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 265)

Proxy Form for use at the Extraordinary General Meeting to be held on Friday, 29 August 2014 or any adjournment thereof

I/We (Note 1) ______________________________
of ______________________________
being the registered holder(s) of (Note 2) ______________________________
share(s) of HK$0.025 each in the share capital of South China Holdings Limited (the "Company") hereby appoint the Chairman of the Meeting or (Note 3) ______________________________
of ______________________________
as my/our proxy to attend and vote for me/us and on my/our behalf at the Extraordinary General Meeting of the Company to be held at 28th Floor, Bank of China Tower, 1 Garden Road, Central, Hong Kong on Friday, 29 August 2014 at 3:00 p.m. or any adjournment thereof, on the undermentioned resolutions as indicated, and, if no such indication is given, as my/our proxy thinks fit:

	Ordinary Resolution#	**For** (Note 4)	**Against** (Note 4)
1.	To approve, confirm and ratify the Disposal Agreement and the transactions contemplated thereunder and to authorise any one Director to take all steps as might in their opinion be necessary, desirable or appropriate in connection with the Disposal Agreement and the transactions contemplated thereunder.		
2.	To approve the King Link Shareholders' Agreement and to authorise any one Director to take all steps as might in their opinion be necessary, desirable or appropriate in connection with the King Link Shareholders' Agreement.		
3.	To approve the Four Seas Shareholders' Agreement and to authorise any one Director to take all steps as might in their opinion be necessary, desirable or appropriate in connection with the Four Seas Shareholders' Agreement.		
4.	To approve the Service Agreement and to authorise any one Director to take all steps as might in their opinion be necessary, desirable or appropriate in connection with the Service Agreement.		
5.	To approve the Deed of Assignment and to authorise any one Director to take all steps as might in their opinion be necessary, desirable or appropriate in connection with the Deed of Assignment.		
6.	To approve the Distribution and to authorise any one Director to take all steps as might in their opinion be necessary, desirable or appropriate in connection with the distribution.		

Dated this ______________ day of ________________ 2014 Signed (Note 5): ______________________________

Notes:

1. Full name(s) and address(s) 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 will be deemed to relate to all the shares in the Company registered in your name(s).
3. If any proxy other than the Chairman of the Meeting is preferred, strike out "the Chairman of the Meeting or" and insert the name and address of the proxy desired in the space provided. Any alteration made to this form must be initialled by the person who signs it.
4. **IMPORTANT:** If you wish to vote for any resolution, tick the appropriate box(es) marked "**FOR**". If you wish to vote against any resolution, tick the appropriate box(es) marked "**AGAINST**". Failure to complete the box(es) will entitle your proxy to cast his votes at his discretion.
5. This proxy form must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be executed either under its common seal or under the hand of an officer or attorney or other person duly authorised.
6. In the case of joint shareholdings, any one of such persons may vote, either personally or by proxy in respect of such share, provided that if more than one of such joint holders be present at the meeting or any adjournment thereof, personally or by proxy, the more senior shall alone be entitled to vote and for this purpose, seniority shall be determined by reference to the order in which the names of the joint holders stand on the register of members in respect of the joint holding.
7. In order to be valid, this proxy form together with power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power of attorney or authority, must be deposited with the Company's share registrar, Union Registrars Limited at 18th Floor, Fook Lee Commercial Centre, Town Place, 33 Lockhart Road, Wanchai, Hong Kong, not less than 48 hours before the time fixed for holding the meeting or any adjournment thereof.
8. The proxy need not be a member of the Company but must attend the meeting or any adjournment thereof, in person to represent you.
9. Completion and return of this form will not preclude you from attending and voting in person at the meeting or any adjournment thereof, if you wish to do so. In that event, this proxy form will be deemed to have been revoked.

The full text of these resolutions are set out is the notice of the meeting.