

## SOUTH CHINA FINANCIAL HOLDINGS LIMITED 南華金融控股有限公司

(Incorporated in Hong Kong with limited liability) (Stock Code: 619)

Proxy Form for use at the Annual General Meeting to be held on 20 May 2008 (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 Financial 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 Annual General Meeting of the Company to be held at 28th Floor, Bank of China Tower, 1 Garden Road, Central, Hong Kong on Tuesday, 20 May 2008 at 9:30 a.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 RESOLUTIONS	For (Note 4)	Against (Note 4)
1.	To consider and adopt the audited financial statements together with the Directors' Report and the Independent Auditors' Report for the year ended 31 December 2007.		
2.	To declare a final dividend of 0.6 HK cent per share for the year ended 31 December 2007.		
3.	To re-elect Mrs. Tse Wong Siu Yin, Elizabeth as a Director.		
4.	To re-elect Hon. Raymond Arthur William Sears, Q.C. as a Director.		
5.	To re-elect Tung Woon Cheung, Eric as a Director.		
6.	To authorise the Board of Directors to fix the Directors' remuneration.		
7.	To re-appoint Auditors and to authorise the Board of Directors to fix their remuneration.		
8.	To give a general mandate to the Directors to issue new shares.		
9.	To give a general mandate to the Directors to repurchase shares.		
10.	To extend the general mandate granted to the Directors to issue shares by the number of shares repurchased.		

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 2008

Signed (Note 5):

Notes:

- 1. Full name(s) and address(es) 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 resolutions, tick the appropriate boxes marked "FOR". If you wish to vote against any resolutions, tick the appropriate boxes marked "AGAINST". Failure to complete the boxes 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 holders of a share, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holder(s) and for this purpose seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding, the first named being the senior.
- 7. To be valid, this proxy form together with the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy thereof, must be deposited at the Company's Share Registrar, Union Registrars Limited at Rooms 1901-02, 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 needs 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.