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# SOUTH CHINA FINANCIAL HOLDINGS LIMITED

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

### Proxy Form for use at the Annual General Meeting to be held on Tuesday, 10 June 2014
### or any adjournment thereof

I/We *(Note 1)* _____

of _____

being the registered holder(s) of *(Note 2)* _____

share(s) 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, 10 June 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:

|  |  | **For** *(Note 4)* | **Against** *(Note 4)* |
|---|---|---|---|
| 1. | To consider and adopt the audited financial statements together with the Directors' Report and Independent Auditors' Report for the year ended 31 December 2013. |  |  |
| 2. | To re-elect Mr. Ng Yuk Yeung Paul as Director. |  |  |
| 3. | To re-elect Mrs. Tse Wong Siu Yin Elizabeth as Director. |  |  |
| 4. | To re-elect Hon. Raymond Arthur William Sears, Q.C. as Director. |  |  |
| 5. | To authorise the Board of Directors to fix the Directors' remuneration. |  |  |
| 6. | To re-appoint Messrs. Ernst & Young as Auditors and authorise the Board of Directors to fix their remuneration. |  |  |
| 7(A). | To give a general mandate to the Directors to issue new shares. |  |  |
| 7(B). | To give a general mandate to the Directors to repurchase shares. |  |  |
| 7(C). | To extend the general mandate granted to the Directors to issue shares by the number of shares repurchased. |  |  |

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 initialed 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.