



# 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 Annual General Meeting to be held on 8 December 2009 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 meeting, as my/our proxy to attend on my/our behalf at the Annual General Meeting of the Company to be held at Meeting Room N201B (New Wing), Hong Kong Convention and Exhibition Centre, 1 Expo Drive, Wanchai, Hong Kong on Tuesday, 8 December 2009 at 11:00 a.m. (or at any adjournment thereof) for the purpose of considering and, if thought fit, passing the resolutions 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 resolutions as hereunder indicated or, if no such indication is given, as my/our proxy thinks fit.

RESOLUTIONS		FOR <sup>(4)</sup>	AGAINST <sup>(4)</sup>
1.	To receive and consider the audited financial statements and the Reports of the Directors and Auditor for the year ended 30 June 2009.		
2.	To declare a final dividend.		
3.	A.		
	(i)	To re-elect Mr. Cheng Chi Ming, Brian as Director.	
	(ii)	To re-elect Mr. Lam Wai Hon, Patrick as Director.	
	(iii)	To re-elect Mr. Cheung Chin Cheung as Director.	
	(iv)	To re-elect Mr. William Junior Guilherme Doo as Director.	
	(v)	To re-elect Mr. Wilfried Ernst Kaffenberger as Director.	
	(vi)	To re-elect Mr. Cheng Wai Chee, Christopher as Director.	
	B.	To authorize the Board of Directors to fix the Directors' remuneration.	
4.	To re-appoint Auditor and to authorize the Board of Directors to fix their remuneration.		
5.	(I)	To increase the authorized share capital to HK\$4,000,000,000. <sup>#</sup>	
	(II)	To approve a general mandate to the Directors to issue shares not exceeding 20% of the existing issued share capital. <sup>#</sup>	
	(III)	To approve a general mandate to the Directors to repurchase shares not exceeding 10% of the existing issued share capital. <sup>#</sup>	
	(IV)	To extend the general mandate granted to the Directors pursuant to resolution 5(II) above. <sup>#</sup>	

<sup>#</sup> The full text of the resolution is set out in the Notice of the Annual General Meeting.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2009 Signature<sup>(5)</sup>: \_\_\_\_\_

#### Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- 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).
- Please insert the name and address of the proxy desired. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY. ANY ALTERATION MADE TO THIS PROXY FORM MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**
- 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 meeting other than those referred to in the notice convening the meeting.
- 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 registrar in Hong Kong.
- Where there are joint registered holders of any shares, any one of such persons may vote at the 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 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.
- 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 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 meeting or any adjournment thereof (as the case may be).
- The proxy need not be a member of the Company but must attend the meeting in person to represent you.
- Completion and delivery of the proxy form will not preclude you from attending and voting at the meeting in person if you so wish, but the authority of your proxy will be invalid forthwith.

\* For identification purposes only