



# 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 (the “Meeting”) of NWS Holdings Limited (the “Company”) to be held at Meeting Rooms S226 and S227 (Harbour Road Entrance), Hong Kong Convention and Exhibition Centre, 1 Expo Drive, Wanchai, Hong Kong on Wednesday, 6 February 2013 at 10:00 a.m. (or 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 the Company, **HEREBY APPOINT** <sup>(3)</sup> \_\_\_\_\_

of \_\_\_\_\_

or failing him, the Chairman of the Meeting, as my/our proxy to act for me/us at the Meeting (or at any adjournment thereof) to be held at Meeting Rooms S226 and S227 (Harbour Road Entrance), Hong Kong Convention and Exhibition Centre, 1 Expo Drive, Wanchai, Hong Kong on Wednesday, 6 February 2013 at 10:00 a.m., for the purpose of considering and, if thought fit, passing the resolution set out in the notice convening the Meeting and at the Meeting (or at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the resolution as indicated below or, if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTION <sup>(5)</sup>	FOR <sup>(4)</sup>	AGAINST <sup>(4)</sup>
To consider and approve the Revised Annual Caps in respect of the provision of Operational Services under the Master Services Agreement (as supplemented by the Master Services Agreement Addendum).		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2013 Signature <sup>(6)</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 MEETING WILL ACT AS YOUR PROXY. ANY ALTERATION MADE TO THIS FORM MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- (4) **IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION SET OUT ABOVE, PLEASE TICK (“✓”) THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST THE RESOLUTION, PLEASE TICK (“✓”) THE BOX MARKED “AGAINST”.** If the form returned is duly signed but without specific direction on the resolution, the proxy will vote or abstain at his discretion in respect of the resolution. A proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than that set out in the notice convening the Meeting.
- (5) The full text of the resolution appears in the notice of the Meeting incorporated in the circular of the Company dated 21 January 2013.
- (6) This proxy form must be signed by the member or his attorney duly authorized in writing, or, if the appointor is a corporation, it must be executed under its common seal or under the hand of an officer, attorney or other person duly authorized to sign the same. The signature must match the records maintained by the Company’s branch share registrar in Hong Kong.
- (7) A member entitled to attend and vote at the Meeting is entitled to appoint one or more proxies (who must be individuals) to attend and, on a poll, vote on his behalf. A proxy need not be a member. In the case of joint registered holders, if more than one of such joint registered holders be present, personally or by proxy, one of the persons so present being the most or, as the case may be, 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 registered holders stand on the register of members of the Company.
- (8) In order to be valid, this proxy form must be completed and deposited with the Company’s branch share registrar in Hong Kong, Tricor Standard Limited, at 26th Floor, Tesbury Centre, 28 Queen’s Road East, Hong Kong, together with the power of attorney or other authority (if any) under which it is signed, or a certified copy thereof, not less than 48 hours before the time appointed for holding the Meeting (or any adjournment thereof). Completion and return of the proxy form will not preclude any member from attending and voting in person at the Meeting (or any adjournment thereof). In the event that you attend the Meeting after having lodged this proxy form, the proxy form will be deemed to have been revoked.

\* For identification purposes only