



China United
International Holdings Limited

互聯控股有限公司

(Incorporated in Hong Kong with limited liability)

FORM OF PROXY FOR ANNUAL GENERAL MEETING TO BE HELD ON 31 MAY 2004

I/We ¹ _____
of _____, being
the registered holder(s) of ² _____
shares of HK\$0.10 each (“Shares”) in the capital of China United International Holdings Limited (the “Company”), HEREBY
APPOINT ³ the Chairman of the Meeting or _____
of _____

as my/our proxy to attend, act and vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held at Function Room III, Ground Floor, City Garden Hotel, 9 City Garden Road, North Point, Hong Kong on Monday, 31 May 2004 at 9:00 a.m. and at any adjournment thereof on the Resolutions referred to in the Notice of Annual General Meeting (with or without modifications) as indicated below:

	RESOLUTIONS	FOR ⁴	AGAINST ⁴
1.	To receive and consider the Financial Statements and the Report of the Directors and Auditors of the Company for the year ended 31 December 2003.		
2.	(i) To re-elect Mr. Lam Ping Cheung as a director.		
	(ii) To re-elect Mr. Ong, Peter as a director.		
	(iii) To re-elect Mr. Miu, Frank H. as a director.		
	(iv) To authorise the Board of directors to fix their remuneration.		
3.	To re-appoint auditors and to authorise the Board of directors to fix their remuneration.		
4.	To approve the amendments to the Articles of Association of the Company.		

Dated this _____ day of _____ 2004 Signature ⁵ _____

Notes:

- Full name(s) and address(es) to be inserted in BLOCK CAPITALS. The names of all joint holders should be stated.
- Please insert the number of Shares to which this form of proxy relates registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the Shares in the Company registered in your name(s).
- If any proxy other than Chairman of the Meeting is preferred, strike out the words “the Chairman of the Meeting or” herein inserted and insert the name and address of the proxy desired in the space provided. ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.
- IMPORTANT: IF YOU WISH TO VOTE FOR A PARTICULAR RESOLUTION, TICK IN THE RELEVANT BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A PARTICULAR RESOLUTION, TICK IN THE RELEVANT BOX MARKED “AGAINST”. Failure to tick a box will entitle your proxy to cast your 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 form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either under its seal or under the hand of an officer or attorney duly authorised.
- In order to be valid, this form of proxy, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof must be lodged at the Company’s registered office in Hong Kong at 32nd Floor, China United Centre, 28 Marble Road, North Point, Hong Kong not less than 48 hours before the time appointed for the holding of the Meeting or any adjournment thereof.
- In the case of joint holders of a Share, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the vote(s) of the other joint holder(s), and for this purpose seniority will 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 proxy need not be a member of the Company but must attend the Meeting in person to represent you.