



MAXX BIOSCIENCE HOLDINGS LIMITED (曼盛 生物 科技 集團 有 限 公 司 *)

(Incorporated in Bermuda with limited liability)
(Stock Code: 512)

FORM OF PROXY

Form of proxy for use at the annual general meeting of the shareholders ("AGM") of MAXX Bioscience Holdings Limited (the "Company") to be held at 10:00 a.m. on Thursday, 30 June 2005 at Rooms 1910-1913, Hutchison House, 10 Harcourt Road, Central, Hong Kong.

I/We _____ of _____
_____ (Note 1)

being the registered holder(s) of _____ (Note 2) shares of HK\$0.01 each (the "Shares")
in the share capital of the Company, HEREBY APPOINT _____ of
_____ (Note 3)

to act for me/us as my/our proxy at the AGM (or at any adjourned meetings thereof) to be held at 10:00 a.m. on Thursday, 30 June 2005 at Rooms 1910-1913, Hutchison House, 10 Harcourt Road, Central, Hong Kong for the purpose of considering and, if thought fit, passing the resolutions as set out in the notice (the "Notice") convening the AGM and at such meeting (or any adjourned meeting thereof) to vote for me/us and on my/our behalf in respect of the said resolutions as hereunder indicated or, if no such indication is given, as my/our proxy think fit.

RESOLUTION	FOR (Note 4)	AGAINST (Note 4)
1. To receive and consider the Audited Financial Statements and Reports of the Directors and Auditors for the year ended 31 December 2004.		
2. To re-elect Directors and to authorize the Board of Directors to fix their remuneration.		
3. To re-appoint Auditors and to authorize the Board of Directors to fix their remuneration.		

Date: _____

Signature: _____ (Note 5)

Note:

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 of proxy will be deemed to relate to all the Shares 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 IN THIS FORM OF PROXY MUST BE INSTALLED BY THE PERSON WHO SIGNS IT.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLACE A "√" IN THE BOX MARKED "FOR" BESIDE THE RESOLUTION. IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLACE A "√" IN THE BOX MARKED "AGAINST" BESIDE THE RESOLUTION.** Failure to complete the boxes will entitle your proxy to cast his/her vote at his/her discretion on any resolution which has been properly put to the AGM other than those referred to in the Notice.
5. This form of proxy must be signed by you or your attorney duly authorized in writing or, in the case of a corporation, must be under its common seal or the hand of an officer duly authorized on its behalf.
6. In case of joint registered holders of any Share, any one of such persons may vote at the AGM, either personally or by proxy, in respect of such Share as if he/she was solely entitled thereto, but if more than one of such joint holders are present at the AGM in person or by proxy, that one of the said persons so present whose names stands first on the register of members of the Company in respect of such Share shall alone be entitled to vote in respect thereof.
7. To be valid, this form of proxy, together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof, must be returned to the Company's principal office in Hong Kong at Room 3802, Wu Chung House, 213 Queen's Road East, Wanchai, Hong Kong, not less than 48 hours before the time appointed for holding the AGM or adjourned meeting (as the case may be).
8. A proxy need not be a member of the Company but must attend the AGM in person to represent you.
9. Completion and delivery of this form of proxy will not preclude you from attending and voting at the AGM if you so wish.

* For identification only