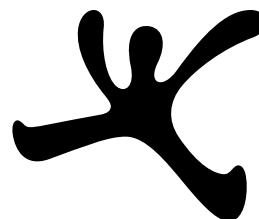


FAIRWOOD HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 52)



FORM OF PROXY FOR USE AT THE ANNUAL GENERAL MEETING To be held on Thursday, 11 September 2014 (or at any adjournment thereof)

I/We (Note 1) _____
of _____
being the registered holder(s) of (Note 2) _____ shares of HK\$1.00 each in the capital of Fairwood Holdings Limited, hereby appoint (Note 3) _____
of _____
or failing him/her _____
of _____
or failing each of them, the Chairman of the meeting 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 Conference Room, 2nd Floor, TRP Commercial Centre, 18 Tanner Road, North Point, Hong Kong on Thursday, 11 September, 2014 at 4:00 p.m. and at any adjournment thereof in respect of the undermentioned resolutions, as indicated below or, if no such indication is given, as my/our proxy thinks fit:

		FOR (Note 4)	AGAINST (Note 4)
1.	To receive and adopt the Audited Accounts for the year ended 31 March 2014 together with the Directors' and Auditor's Reports thereon.		
2.	To declare a final dividend of HK\$39.0 cents per share for the year ended 31 March 2014.		
3.	(i) To re-elect Mr Joseph CHAN Kai Nin as Director.		
	(ii) To re-elect Dr Peter LAU Kwok Kuen as Director.		
4.	To authorize the Board of Directors to fix the remuneration of the Directors.		
5.	To grant authority to the Board of Directors to appoint additional Directors up to the maximum number determined by the Shareholders.		
6.	To re-appoint KPMG as Auditor and authorize the Board of Directors to fix their remuneration.		
7A.	To pass the Ordinary Resolution in item 7A of the Notice of Annual General Meeting (To give a general mandate to the Board of Directors to issue additional shares).		
7B.	To pass the Ordinary Resolution in item 7B of the Notice of Annual General Meeting (To give a general mandate to the Board of Directors to repurchase shares).		
7C.	To pass the Ordinary Resolution in item 7C of the Notice of Annual General Meeting (To give a general mandate to the Board of Directors to issue additional shares in relation to repurchased shares).		

As witness my/our hand(s) this _____ day of _____ 2014.

Signature (Note 5) _____

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of shares of the Company of HK\$1.00 each registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the shares of 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.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR ANY OF THE SAID RESOLUTIONS, PLEASE "✓" IN THE BOX MARKED "FOR" BESIDE THE APPROPRIATE RESOLUTION. IF YOU WISH TO VOTE AGAINST ANY OF THE SAID RESOLUTIONS, PLEASE "✓" IN THE BOX MARKED "AGAINST" BESIDE THE APPROPRIATE RESOLUTION.** Failure to complete the boxes will entitle your proxy to cast this vote at his discretion.
5. This form of proxy must be signed by you or your attorney duly authorized in writing, or in case of a corporation, must be either under its common seal or under the hand of an officer or attorney duly authorized.
6. Where there are joint registered holders of any share, only one of such persons may vote at any meeting, either personally or by proxy in respect of such share as if he was solely entitled thereto; but if more than one of such holders be present at any 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 share shall alone be entitled to vote in respect thereof.
7. 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 deposited at the Head Office and Principal Place of Business of the Company at 2nd Floor, TRP Commercial Centre, 18 Tanner Road, North Point, Hong Kong, not less than 48 hours before the time for holding the meeting or at any adjournment thereof (as the case may be).
8. A proxy need not be a member of the Company.
9. Any alteration made in this form of proxy must be initialled by the person who signs it.