

JOYCE

JOYCE BOUTIQUE HOLDINGS LIMITED

Stock Code: 647

Form of Proxy for Annual General Meeting

I/We¹, _____ of _____, being a member of **Joyce Boutique Holdings Limited** (the "Company"), hereby appoint³ _____ of _____, or failing him/her, _____ of _____, as my/our proxy to vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held on 29 August 2014 and at any adjournment thereof. The proxy will vote on the proposed resolutions in respect of the undermentioned matters as indicated below:

		For ⁴	Against ⁴
1	To adopt the Financial Statements and the Reports of the Directors and Auditors for the financial year ended 31 March 2014.		
2	(a) To re-elect Mr. Stephen T. H. Ng, a retiring Director, as a Director.		
	(b) To re-elect Mr. Antonio Chan, a retiring Director, as a Director.		
	(c) To re-elect Ms. Doreen Y. F. Lee, a retiring Director, as a Director.		
	(d) To re-elect Mr. Eric F. C. Li, a retiring Director, as a Director.		
	(e) To re-elect Mr. Eric K. K. Lo, a retiring Director, as a Director.		
	(f) To re-elect Mr. Paul Y. C. Tsui, a retiring Director, as a Director.		
3	To re-appoint PricewaterhouseCoopers as Auditors of the Company and to authorise the Directors to fix their remuneration.		
4	To give a general mandate to the Directors for share repurchases by the Company.		
5	To give a general mandate to the Directors for issue of shares.		
6	To approve the addition of repurchased securities to the share issue general mandate stated under Resolution No. 5.		

Member's signature(s): _____ Proxy's specimen signature: _____

Signed this _____ day of _____ 2014. No. of shares held: _____

Notes:

1. Full name(s) and address(es) of the member(s) completing this form should be inserted in **Block Capitals** in the space provided.
2. A member is entitled to appoint one or two proxies of his/her own choice. A proxy need not be a member of the Company.
3. Insert in **Block Capitals** the name(s) and address(es) of the proxy or proxies desired in the space provided. **Any alteration to this form of proxy must be initialled by the member(s) who sign(s) it.** A corporation may execute a form of proxy under the hand of a duly authorised officer.
4. **Important: if you wish your proxy to vote for a particular resolution, place a "✓" in the appropriate box under "For". If you wish your proxy to vote against a particular resolution, place a "✓" in the appropriate box under "Against".** If this proxy form is returned to the Company without properly indicating how the proxy shall vote on any particular matter, the proxy shall be entitled to exercise his/her discretion as to whether he/she votes in respect of the relevant matter and if so how.
5. To be valid, this form of proxy must be completed and deposited at the office of the Company's Registrars in Hong Kong, Tricor Tengis Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of that power or authority, not less than 48 hours before the time appointed for holding the Meeting.