



KIN YAT HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 638)

FORM OF PROXY FOR ANNUAL GENERAL MEETING (OR ANY ADJOURNMENT THEREOF)

I/We¹ _____
of _____
being the registered holder(s) of² _____
shares of HK\$0.10 each in the capital of abovenamed company (the "Company") **HEREBY APPOINT³** the Chairman of the Meeting, or failing him _____
of _____
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 Kennedy Room, Level 7, Conrad Hong Kong, Pacific Place, 88 Queensway, Hong Kong on Friday, 22 August 2008 at 3:00 p.m. (or at any adjournment thereof) for the purposes of considering the resolutions set out in the notice convening the said Meeting and at such Meeting (or at any adjournment thereof) to vote for me/us in my/our name(s) in respect of such resolutions as hereinafter indicated, and if no such indication is given as my/our proxy thinks fit and on any other resolution properly put to the Meeting.

	FOR ⁴	AGAINST ⁴
1. To receive and consider the audited financial statements and the reports of the Directors and auditors for the year ended 31 March 2008.		
2. To declare final dividend for the year ended 31 March 2008.		
3. To authorise the board of Directors to fix the remuneration of the Directors and to re-elect the following Directors who retired from their respective offices of directors by rotation under the Company's Articles of Association:		
(i) Cheng Chor Kit		
(ii) Fung Wah Cheong		
(iii) Sun Kwai Yu, Vivian		
4. To re-appoint Ernst & Young as auditors and to authorise the board of Directors to fix their remuneration.		
5. To give a general mandate to the Directors to repurchase the Company's own securities.		
6. To give a general mandate to the Directors to issue, allot and dispose of shares not exceeding 20% of the Company's issued share capital.		
7. To add the nominal amount of securities repurchased by the Company to the mandates granted to the Directors under Resolution Number 6.		

Dated this _____ day of _____ 2008

Signature(s)⁶ _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the number of shares of HK\$0.10 each 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 capital of the Company registered in your name(s).
- If any proxy other than the Chairman of the Meeting is preferred, delete the words "the Chairman of the Meeting" 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 ANY ONE OF THE RESOLUTIONS, TICK THE BOX MARKED "FOR", IF YOU WISH TO VOTE AGAINST ANY ONE OF THE RESOLUTIONS, TICK IN THE BOX MARKED "AGAINST".** Failure to tick a box will entitle your proxy to cast your vote at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Meeting other than those referred to in the notice convening the Meeting.
- 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 of such power or authority, must be lodged at the Company's Share Registrar in Hong Kong, Tricor Tengis Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time for holding the Meeting or adjourned 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 either be executed under its common seal or under the hand of an officer or attorney or other person duly authorised.
- Where there are joint registered holders of any share, any one of such persons may vote at the meeting, either personally or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders is present at the Meeting, personally or by proxy, that one of the said persons so present whose name stands first on the register in respect of such share shall alone be entitled to vote in respect thereof.
- The proxy need not be a member of the Company but must attend the meeting in person to represent you.
- The description of these resolutions is by way of summary only. The full text appears in the notices of the Annual General Meeting.