

HONESTY TREASURE INTERNATIONAL HOLDINGS LIMITED

信寶國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 600)

FORM OF PROXY FOR ANNUAL GENERAL MEETING

to be held at MJC Members' Clubhouse, 1st Floor, China Merchants Tower, Shun Tak Centre, 168-200 Connaught Road, Hong Kong on 21st May 2007 at 3:00p.m. (or at any adjournment thereof)

I/We¹ _____
of _____
being the registered holder(s) of² _____ shares of HK\$0.05 each in the capital of Honesty Treasure International Holdings Limited (the "Company") **HEREBY APPOINT** the chairman of the Meeting or³ _____ of _____ or failing him, _____ of _____

as my/our proxy to attend and vote for me/us and on my/our behalf at the Meeting of the Company to be held on 21 May 2007 at MJC Members' Clubhouse, 1st Floor, China Merchants Tower, Shun Tak Centre, 168-200 Connaught Road, Hong Kong (or at any adjournment thereof) in respect of the resolutions set out in the notice convening the Meeting as hereunder indicated, and if no such indication is given, as my/our proxy thinks fit.

	RESOLUTIONS	FOR ⁴	AGAINST ⁴
1.	To receive, consider and adopt the audited financial statements and reports of the directors ("Directors") and auditor's report of the Company and its subsidiaries (the "Group") for the year ended 31 December 2006.		
2.	(a) To re-elect Mr. HOI Man Pak as an executive director of the Company.		
	(b) To re-elect Ms. LAW Wing Yee Wendy as an executive director of the Company.		
	(c) To re-elect Mr. CHOY Wang Kong as an executive director of the Company.		
	(d) To re-elect Mr. YONG Wing Tin, William as an executive director of the Company.		
	(e) To re-elect Mr. CHIANG Kin Tong as an executive director of the Company.		
	(f) To re-elect Mr. Leonel Alberto ALVES as a non-executive director of the Company.		
3.	To authorize the board of directors of the Company to fix the Directors' remuneration.		
4.	To re-appoint the retiring auditors and to authorize the Directors to fix their remuneration.		
5.	(A) To grant an unconditional mandate to the Directors to allot, issue and deal with additional shares of the Company up to a maximum of 20% of the issued share capital of the Company as at the date of passing this resolution.		
	(B) To grant an unconditional mandate to Directors to repurchase on The Stock Exchange of Hong Kong Limited the shares of the Company up to a maximum of 10% of the issued share capital of the Company as at the date passing this resolution.		
	(C) To extend the mandate granted to the Directors under resolution no. 5B by adding those shares that may be repurchased pursuant to resolution no. 5A.		

Date this _____ day of _____ 2007 Signature(s)⁶ _____

Notes:

1. Please fill in your full name(s) and address(es) in **BLOCK CAPITALS**. The names of all joint holders should be stated.
2. Please fill in the number of shares registered in your name(s) to which this form of proxy relates. 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).
3. If any proxy other than the chairman of the Meeting is preferred, delete the words "the duly appointed chairman of the Meeting" and insert the name and address of the proxy desired in the space provided. The proxy need not be a member of the Company but must attend the Meeting in person to represent you. **IF NO NAME IS GIVEN, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, TICK THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, TICK THE 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.
5. To be valid, this form of proxy, together with 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 deposited at the head office of the Company, Standard Registrars Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for holding the Meeting or any adjournment thereof.
6. This form of proxy either must be signed by you or your attorney duly authorized 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 authorized.
7. 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 therein, 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.
8. Completion and delivery of this form of proxy will not preclude you from attending and voting at the Meeting if you so wish; and in such event, the appointment of the proxy will be deemed to be revoked.
9. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**