



SAME TIME HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

FORM OF PROXY FOR SPECIAL GENERAL MEETING TO BE HELD ON WEDNESDAY, 23RD FEBRUARY, 2005

No. of shares to which this Proxy relates (Note 1)	
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I/We (Note 2) _____
of _____ being
shareholder(s) of SAME TIME HOLDINGS LIMITED (the "Company") hereby appoint (Note 3) the Chairman of the Meeting or

of _____
as my/our proxy to attend, act and vote for me/us and on my/our behalf at the Special General Meeting of the Company to be held at 17th Floor, Phase I, Kingsford Industrial Building, 26-32 Kwai Hei Street, Kwai Chung, New Territories, Hong Kong on Wednesday, 23rd February, 2005 at 12:00 noon and at any adjournment thereof as hereunder indicated in respect of the Resolution set out in the Notice of Special General Meeting, and, if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTION	For (Note 4)	Against (Note 4)
To adopt a share option scheme of the Company		

Dated this _____ day of _____, 2005. Signature(s) (Note 5) _____

Notes:

- Please insert the number of shares registered in your name(s) to which this 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).
- Please insert the full name(s) and address(es) in **BLOCK CAPITALS**.
- If any proxy other than the Chairman of the Meeting is preferred, delete the words "the Chairman of the Meeting or" and insert the name and address of the proxy desired in the space provided. A member may appoint one or more proxies to attend and, on a poll, vote in his stead. A proxy need not be a member of the Company but must attend the Meeting in person to represent you. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE DULY INITIALED BY THE PERSON(S) WHO SIGN(S) IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, PLEASE TICK IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, TICK IN THE BOX MARKED "AGAINST".** If you do not indicate how you wish your proxy to vote, your proxy will be entitled to exercise his discretion. Your proxy will also be entitled to vote at his discretion on any resolutions properly put to the Meeting other than that referred to in the Notice convening the 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, attorney or other person duly authorised to sign the same.
- 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 of members in respect of such share shall alone be entitled to vote in respect thereof.
- 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 that power of attorney or other authority, must be deposited at the principal place of business of the Company at 17th Floor, Phase I, Kingsford Industrial Building, 26-32 Kwai Hei Street, Kwai Chung, New Territories, Hong Kong not less than 48 hours before the time appointed for the Meeting or any adjournment thereof.