UDL HOLDINGS LIMITED
太 元 集 團 有 限 公 司

(Incorporated in Bermuda with limited liability)

(Stock Code: 620)

PROXY FORM FOR ANNUAL GENERAL MEETING

Number of shares to which this proxy form relates *(Note 1)*	

I/We, *(Note 2)* _____

of _____

being registered shareholder(s) in the share capital of UDL Holdings Limited, hereby appoint *(Note 3)* _____

_____ of _____

or failing him/her, the Chairman of the meeting as my/our proxy to attend and vote on my/our behalf at the annual general meeting of the Company to be held at Meeting Room 727, 7th Floor, Kowloonbay International Trade & Exhibition Centre, No. 1 Trademark Drive, Kowloon Bay, Hong Kong on 13 December 2011 at 10:00 a.m. and at any adjournment of the meeting. I/We direct that my/our vote(s) be cast on the specified resolutions as indicated by an "✔" in the appropriate boxes. In absence of any indication, the proxy may vote for or against the resolution at his/her own discretion.

	ORDINARY RESOLUTIONS		**FOR** *(Note 4)*	**AGAINST** *(Note 5)*
1.	To receive the audited consolidated financial statements and the report of the directors and the auditors for the year ended 31st July 2011	1.		
2.	Re-election of retiring directors			
	a. To re-elect Mr. Leung Yat Tung as an executive director	2a.		
	b. To re-elect Mr. Leung Chi Hong, Jerry as an executive director	2b.		
	c. To re-elect Prof. Yuen Ming Fai, Matthew as an independent non-executive director	2c.		
3.	To authorise the board of directors to fix the remuneration of the directors	3.		
4.	To consider and approve the re-appointment of CCIF CPA Limited as the Company's auditors and to authorise the board of directors to fix their remuneration	4.		
5.	To grant a general mandate to the board of directors of the Company to repurchase shares of the Company	5.		
6.	To grant a general mandate to the board of directors of the Company to allot, issue and deal with additional shares of the Company	6.		
7.	To extend the general mandate granted by resolution No. 6 by adding the shares purchased pursuant to the general mandate granted by resolution No. 5	7.		

Dated: _____   Signature *(Note 6)*: _____

Notes:

1. Please insert the number of shares registered in your name(s) to which this proxy form relates. If no number is inserted, this form of proxy will be deemed to be related to all the shares of the Company registered in your name(s).

2. Please insert full name(s) and address(es) in **BLOCK CAPITALS** as shown in the register of members of the Company.

3. Please insert the name and address of the proxy. If no name is inserted, the Chairman of the Meeting will act as your proxy. A shareholder may appoint one or more proxies to attend the meeting and vote for him. The proxy need not be a member of the Company but must attend the meeting in person to represent you. Any alteration made to this proxy form must be initialled by the person who signs it.

4. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK (✔) IN THE RELEVANT BOX BELOW THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK (✔) IN THE RELEVANT BOX BELOW THE BOX MARKED "AGAINST".** If you do not indicate how you wish your proxy to vote, your proxy will be entitled to exercise his/her discretion or to abstain. Your proxy will also be entitled to vote at his/her discretion or to abstain on any resolution properly put to the meeting other than those referred to in the notice convening the meeting.

5. This form must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either executed under its common seal or under the hand of its legal representative, director(s) or duly authorised attorney(s) to it.

6. To be valid, this completed and signed proxy form and the relevant notarised power of attorney (if any) and other relevant document of authorisation (if any), must be lodged with the Company's branch share registrar in Hong Kong, Tricor Tengis Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong by not less than 48 hours before the time appointed for the holding of the meeting or any adjournment of it (as the case may be).