



CONTINENTAL
HOLDINGS LIMITED
恒和珠寶集團有限公司

(Incorporated in Hong Kong with limited liability)
 (Stock Code: 00513)

**Form of proxy for use at the Annual General Meeting
 to be held on Wednesday, 10 December 2008**

I/We¹ _____
 of _____ being
 holder(s) of _____² shares of HK\$0.10 each in the capital of Continental Holdings Limited
 (the "Company") HEREBY APPOINT the Chairman of the meeting³ or _____ of
 as my/our proxy to act for me/us at the annual general meeting (or at any adjournment thereof) (the "Meeting") of the Company, to be held at
 Function Room VIII & IX, 1/F, The Mira Hong Kong, 118-130 Nathan Road, Tsim Sha Tsui, Kowloon, Hong Kong on Wednesday, 10
 December 2008 at 10:00 a.m. on the same date or any adjournment thereof, and in particular (but without limitation) at the Meeting to vote
 for me/us and in my/our name(s) in respect of the resolution set out in the notice convening the Meeting as indicated below, or, if no such
 indication is given, as my/our proxy thinks fit.

		FOR	AGAINST
(1)	To receive and consider the audited consolidated financial statements and the Reports of the Directors and Auditors of the Group for the year ended 30 June 2008.		
(2)	To approve a final dividend for the year ended 30 June 2008.		
(3)	To re-elect the following retiring directors as directors of the Company and to authorise the board of directors to fix their remuneration:—		
	(a) Ms. Chan Wai Kei, Vicki		
	(b) Mr. Yu Shiu Tin, Paul		
	(c) Mr. Sze, Irons		
(4)	To re-appoint auditors of the Company and authorise the Directors to fix their remuneration.		
(5)	To give a general mandate to the Directors to repurchase shares of the Company under Ordinary Resolution No.5 of the Notice of the Meeting.		
(6)	To give a general mandate to the Directors to issue shares of the Company under Ordinary Resolution No.6 of the Notice of the Meeting.		
(7)	To extend the general mandate granted to the Directors to issue additional shares of the Company under Ordinary Resolution No.7 of the Notice of the Meeting.		

Date this _____ day of _____ 2008. Signed: _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the number of shares registered in your name(s) to which the proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all those shares in the Company registered in your name(s).
- If any proxy other than the Chairman of the Meeting is preferred, strike out 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(S) WHO SIGN(S) IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK IN THE BOX MARKED "FOR" THE RELEVANT RESOLUTION. IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK IN THE BOX MARKED "AGAINST" THE RELEVANT RESOLUTION.** Failure to tick either 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 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 be either under its common seal or under the hand of an officer or attorney or other person duly authorised.
- 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 certified copy thereof, must be deposited at the registered office of the Company at Flats M and N, 1/F, Kaiser Estate, Phase III, 11 Hok Yuen Street, Hunghom, Kowloon, Hong Kong not less than 48 hours before the time appointed for the holding of the Meeting.
- Where there are joint registered holders of any share of the Company, 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 be 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 of the Company 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.
- Completion and deposit of the form of proxy will not preclude you from attending and voting at the meeting if you so wish.