



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

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

PROXY FORM

**Form of proxy for use by shareholders at the extraordinary general meeting
 to be held at Ballroom Three, 18/F, The Mira Hong Kong, 118 Nathan Road, Tsimshatsui,
 Kowloon, Hong Kong on Thursday, 11 February 2010 at 10:00 a.m.**

I/We ^(note a) _____
 of _____
 being the holder(s) of _____

^(note b) shares of HK\$0.10 each of Continental Holdings Limited (“**Company**”) hereby appoint the Chairman of the extraordinary general meeting (“**Meeting**”) of the Company or _____ of _____

_____ to act as my/our proxy ^(note c) at the Meeting to be held at Ballroom Three, 18/F, The Mira Hong Kong, 118 Nathan Road, Tsimshatsui, Kowloon, Hong Kong on Thursday, 11 February 2010 at 10:00 a.m. or any adjournment thereof and to vote for me/us and in my/our name(s) in respect of the resolutions as indicated below, or, if no such indication is given, as my/our proxy thinks fit ^(note d).

ORDINARY RESOLUTIONS		FOR	AGAINST
(1)	To approve the Sale and Purchase Agreement (as defined in the Company’s circular dated 25 January 2010) and the transactions contemplated therein		
(2)	To approve the Subscription Agreement (as defined in the circular of the Company dated 25 January 2010) and the transactions contemplated therein		

Dated the _____ day of _____, 2010

Shareholder’s signature X _____ X ^(notes e, f, g and h)

Notes:

- a Full name(s) and address(es) are to be inserted in BLOCK CAPITALS.
- b Please insert 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).
- c A proxy need not be a member of the Company. If you wish to appoint some person other than the Chairman of the Meeting as your proxy, please delete the words “the Chairman of the extraordinary general meeting (“**Meeting**”) of the Company or” and insert the name and address of the person appointed proxy in the space provided.
- d If you wish to vote for the resolutions set out above, please tick (“√”) the appropriate box(es) marked “For”. If you wish to vote against any or all of the resolutions, please tick (“√”) the appropriate box(es) marked “Against”. If the form returned is duly signed but without specific direction on the proposed resolutions, the proxy will vote or abstain at his discretion in respect of the resolutions. A proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than those set out in the notice convening the Meeting.
- e In the case of a joint holding, this form of proxy may be signed by any joint holder, but if more than one joint holder is present at the Meeting, whether in person or by proxy, that one of the joint holders whose name stands first on the register of members in respect of the relevant joint holding shall alone be entitled to vote in respect thereof.
- f The form of proxy must be signed by a shareholder, or his attorney duly authorised in writing, or if the shareholder is a corporation, either under its Common Seal or under the hand of an officer or attorney duly authorised.
- g To be valid, this form of proxy together with any 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 registered office of the Company at Flats M and N, 1st Floor, Kaiser Estate, Phase III, 11 Hok Yuen Street, Hunghom, Kowloon, Hong Kong not later than 48 hours before the time of the Meeting or any adjourned Meeting.
- h Any alteration made to this form should be initialled by the person who signs the form.
- i Completion and deposit of the form of proxy will not preclude you from attending and voting at the meeting if you so wish.