



Spread Prospects Holdings Limited

展鴻控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 572)

FORM OF PROXY FOR ANNUAL GENERAL MEETING

I/We¹ _____

of _____

being the registered holder (s) of _____ shares² of HK\$0.10 each in the share capital of Spread Prospects Holdings Limited (the "Company") HEREBY APPOINT the Chairman of the meeting³,

or _____

of _____

as my/our proxy to attend and vote for me/us and on my/our behalf at the annual general meeting of the Company to be held at Renaissance Harbour View Hotel, Boardroom 3-4, M/F., 1 Harbour Road, Wanchai, Hong Kong on 6 June 2006 at 10:00 a.m. (or at any adjournment thereof) in respect of the undermentioned resolutions as indicated.

ORDINARY RESOLUTIONS		FOR ⁴	AGAINST ⁴
1	To receive and approve the audited financial statements and the reports of the directors and auditors for the year ended 31 December 2005.		
2	To approve the final dividend for the year ended 31 December 2005.		
3	(i) To re-elect Mr. Ng Kin Sun as an executive Director.		
	(ii) To re-elect Mr. Tong Hing Wah as an independent non-executive Director.		
	(iii) To authorise the Board of Directors to fix the remuneration of the Directors.		
4	To re-appoint Deloitte Touche Tohmatsu, Certified Public Accountants, as auditors and to authorise the Board of Directors to fix their remuneration.		
5	To grant a general unconditional mandate to the Directors to allot, issue and deal with additional shares in the Company not exceeding 20% of the issued share capital of the Company as at the date of this resolution.		
6	To grant a general unconditional mandate to the Directors to repurchase shares in the Company not exceeding 10% of the issued share capital of the Company as at the date of this resolution.		
7	Conditional on the passing of resolutions 5 and 6, to extend the general mandate granted by resolution 5 by adding thereto the shares repurchased pursuant to the general mandate granted by resolution 6.		
SPECIAL RESOLUTIONS			
8.	To approve the amendments to the articles of association of the Company.		
9.	To approve and adopt a new article of association of the Company in the form produced at the meeting.		

Dated this _____ day of _____ 2006. Signature(s)⁵ _____

Notes:

- Full name(s) and address(es) (as shown in the register of members) to be inserted in BLOCK CAPITALS.
- Please insert the number of shares of the Company registered in your name(s). 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).
- If any proxy other than the Chairman of the meeting is preferred, delete 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 INITIALLED BY THE PERSON(S) WHO SIGN(S) IT.
- Please indicate with a "✓" in the spaces provided opposite to each of the resolutions how you wish your proxy to vote on your behalf. In the absence of such indication, your proxy may vote for or against the resolutions or may abstain from voting 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.
- 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 executed under its common seal or under the hand of any officer or attorney or other person duly authorised.
- In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holder(s), and for this purpose seniority will be determined by the order in which the names stand in the register of members of the Company.
- 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 thereof, must be deposited at the Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited of Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong, not less than 48 hours before the time fixed for holding the said meeting or any adjourned meeting.
- The proxy need not be a member of the Company but must attend the meeting in person to represent you.