



ASIA COMMERCIAL HOLDINGS LIMITED

冠亞商業集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 104)

**Proxy Form for use at the Special General Meeting
to be held at Jasmine Room, 3rd Floor, Ramada Hong Kong Hotel,
308 Des Voeux Road West, Hong Kong on Thursday, 30th August, 2007 at 10:30 a.m.
(and at any adjournment thereof)**

I/We ^(note 1) _____

of _____

being the registered holder(s) of ^(note 2) _____
ordinary shares of HK\$0.10 each in the capital of ASIA COMMERCIAL HOLDINGS LIMITED (“the Company”)

hereby appoint ^(note 3) _____ of _____

or failing him, _____ of _____

or failing him, the Chairman of the Special General Meeting to act as my/our proxy to attend and, in the event of a poll, vote for me/us at the Special General Meeting of the Company to be held at Jasmine Room, 3rd Floor, Ramada Hong Kong Hotel, 308 Des Voeux Road West, Hong Kong on Thursday, 30th August, 2007 at 10:30 a.m. (and at any adjournment thereof) as directed below or, if no such indication is given, as my/our proxy thinks fit.

Ordinary Resolution	For ^(Note 4)	Against ^(Note 4)
To approve the Open Offer		

Dated _____, 2007 Shareholder's signature ^(note 5) _____

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The name of all joint holders should be stated.
2. Please insert the number of shares of HK\$0.10 each of the Company registered in your name(s); if no number is inserted, this proxy form will be deemed to relate to all the shares in the capital of the Company registered in your name(s).
3. Please insert the name and address of the proxy desired in **BLOCK CAPITALS**. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.**
4. **IMPORTANT : IF YOU WISH TO VOTE FOR THE RESOLUTION, PLEASE PLACE A “√” IN THE RELEVANT BOX MARKED “FOR”, IF YOU WISH TO VOTE AGAINST THE RESOLUTION, PLEASE PLACE A “√” IN THE RELEVANT BOX MARKED “AGAINST”.** Failure to complete the boxes will entitle your proxy to abstain or cast his vote at his discretion. Your proxy will also be entitled to abstain or vote at his discretion on any resolution properly put to the meeting other than those referred to in the notice convening the meeting.
5. This proxy form must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, this proxy form must be under its common seal or under the hand of an officer or attorney duly authorised.
6. If more than one of the joint holders be present at the meeting personally or by proxy, that one of the said persons whose name stands first on the register of members in respect of the relevant shares will alone be entitled to vote in respect of them.
7. To be valid, this proxy form together with any power of attorney or other authority (if any) under which it is signed or notarially certified copy of such power or authority must be deposited at the Company's branch share registrars, Tricor Secretaries Limited of 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time for holding the meeting or any adjournment thereof.
8. A shareholder entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote instead of him. A proxy need not be a shareholder of the Company.
9. Completion and delivery of this proxy form shall not preclude from attending and voting in person if you so wish.
10. Any alterations made in this form should be initialled by the person who signs it.

* For identification purposes only