



Ngai Lik Industrial Holdings Limited
(毅力工業集團有限公司)*

(Incorporated in Bermuda with limited liability)

(Stock Code: 332)

Form of proxy for use at the Annual General Meeting to be held on 30 August 2010

I/We ^(Note 1) _____
of _____
being the registered holder(s) of _____ shares ^(Note 2) of
HK\$0.01 each in the capital of the above-named Company, **HEREBY APPOINT THE CHAIRMAN OF THE MEETING**
or failing him^(Note 3) _____
of _____

as my/our proxy to vote and act for me/us at the annual general meeting (and at any adjournment thereof) of the said Company to be held at the Conference Room, 22nd Floor, United Centre, 95 Queensway, Hong Kong on 30 August 2010 at 4:00 p.m. for the purposes of considering and, if thought fit, passing the Resolutions set out in the Notice convening the Meeting and at such Meeting (and at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the Resolutions as indicated below ^(Note 4).

RESOLUTIONS		FOR ^(Note 4)	AGAINST ^(Note 4)
1.	To receive and consider the audited consolidated financial statements and the reports of the directors and the auditor for the year ended 31 March 2010.		
2.	(a) To re-elect Mr. Lau Ching Kei as executive director of the Company;		
	(b) To re-elect Mr. Yeung Kwai Tong as executive director of the Company;		
	(c) To re-elect Mr. Tam Norman Hok Cheong as non-executive director of the Company;		
	(d) To re-elect Dr. Leung Hoi Ming as independent non-executive director of the Company;		
	(e) To re-elect Mr. Wong Chi Keung as independent non-executive director of the Company;		
	(f) To re-elect Mr. Tom Xie as independent non-executive director of the Company; and		
	(g) To authorise the board of directors of the Company ("Board") to fix remuneration of the directors of the Company ("Directors");		
3.	To re-appoint Deloitte Touche Tohmatsu as auditor of the Company and to authorise the Board to fix their remuneration.		
4.	To give a general mandate to the directors of the Company to issue additional shares of the Company not exceeding 20% of the issued share capital of the Company as at the date of this resolution.		
5.	To give a general mandate to the directors of the Company to repurchase shares of the Company not exceeding 10% of the issued share capital of the Company as at the date of this resolution.		
6.	To extend the general mandate granted to the directors of the Company to issue additional shares of the Company by the aggregate nominal amount of the shares repurchased by the Company.		

Dated _____ day of _____ 2010

Signature _____

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of shares registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the shares of the Company registered in your name(s).
3. If any proxy other than the Chairman is preferred, strike out "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 WHO SIGNS IT.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTIONS, TICK THE APPROPRIATE BOXES MARKED "FOR", IF YOU WISH TO VOTE AGAINST THE RESOLUTIONS, TICK THE BOXES MARKED "AGAINST".** Failure to complete any or all the boxes will entitle your proxy to cast his 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 those referred to in the Notice convening the Meeting.
5. This form of proxy must be signed by you or your attorney 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 duly authorised.
6. In the case of joint holders the vote of the senior who tenders a vote, whether a 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.
7. To be valid, this form of proxy together with the power of attorney (if any) or other authority (if any) which it is signed or a notarially certified copy thereof, must be deposited at the Company's branch share registrars in Hong Kong, Tricor Tengis Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time for holding the Annual General Meeting.
8. The proxy need not be a member of the Company but must attend the Meeting in person to represent you.
9. Completion and delivery of the form of proxy will not preclude you from attending and voting at the Annual General Meeting if you so wish.

* For identification purpose only