



太元

UDL HOLDINGS LIMITED

太元集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 620)

Number of shares to which this proxy form relates (Note 1)

REVISED PROXY FORM FOR THE ANNUAL GENERAL MEETING TO BE HELD ON 30 NOVEMBER 2015

I/We, (Note 2) of being the registered shareholder(s) in the share capital of UDL Holdings Limited (the "Company"), hereby appoint (Note 3) of

or failing him/her, the Chairman of the meeting as my/our proxy to attend and vote on my/our behalf at the annual general meeting of the Company to be held at Kennedy Room, Level 7, Conrad Hong Kong, Pacific Place, 88 Queensway, Hong Kong on Monday, 30 November 2015 at 10:30 a.m. and at any adjournment of the meeting. I/We direct that my/our vote(s) be cast on the specified resolutions as indicated by a "✓" in the appropriate boxes. In absence of any indication, the proxy may vote for or against the resolution at his/her own discretion.

Table with 5 columns: Resolution number, Description, and three voting boxes (FOR, AGAINST, and an empty one). Rows include resolutions on financial statements, director elections, remuneration, and share repurchase.

Date: Signature(s) (Note 5):

Notes:

- 1. Please insert the number of shares registered in your name(s) to which this revised proxy form relates. If no number is inserted, this revised proxy form will be deemed to be related to all the shares of the Company registered in your name(s).
2. Please insert full name(s) and address(es) in BLOCK CAPITALS as shown in the register of members of the Company.
3. If any proxy other than the Chairman of the meeting is preferred, please strike out the words "the Chairman of the meeting" and insert the name and address of the proxy desired in the space provided.
4. IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK (✓) THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE TICK (✓) THE BOX MARKED "AGAINST".
5. This revised proxy form 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 its legal representative, director(s) or duly authorised attorney(s) to it. ANY ALTERATION MADE TO THIS REVISED PROXY FORM MUST BE DULY INITIALED BY THE PERSON WHO SIGNS IT.
6. In case of joint registered holders of any share, any one of such persons may vote at the Annual General 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 is present at the Annual General Meeting personally or by proxy, the person whose name stands first on the register of members in respect of the relevant share will alone be entitled to vote in respect thereof.
7. In order to be valid, this revised proxy form, together with any power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power of attorney or other authority, must be deposited at the Company's branch share registrar in Hong Kong, Tricor Tengis Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for holding of the Annual General Meeting or any adjournment thereof.
8. Completion and return of the proxy form despatched with the circular of the Company dated 30 October 2015 (the "Original Proxy Form") and/or this revised proxy form will not preclude you from attending and voting in person at the AGM if you so wish and, in such event, the Original Proxy Form and/or this revised proxy form shall be deemed to be revoked.
9. PLEASE REFER TO THE SUPPLEMENTARY NOTICE IN RESPECT OF THE ANNUAL GENERAL MEETING FOR THE SPECIAL ARRANGEMENTS ABOUT THE COMPLETION AND RETURN OF THE REVISED PROXY FORM.