WAI KEE HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 610)

Form of proxy for use at the Annual General Meeting (or at any adjournment thereof)

I/We[1] _____

of _____

being the registered holder(s) of[2] _____

share(s) of HK$0.10 each in the issued share capital of Wai Kee Holdings Limited (the "Company"), hereby appoint the Chairman of the Meeting or[3] _____

of _____

as my/our proxy to attend and vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held at Academy Room I-II, 1st Floor, InterContinental Grand Stanford Hotel, 70 Mody Road, Tsimshatsui East, Kowloon, Hong Kong on Thursday, 20th May, 2010 at 11:00 a.m. (or at any adjournment thereof) in respect of the resolutions set out in the notice convening the said Meeting as indicated below or, if no such indication is given, as my/our proxy thinks fit and on any other resolution(s) properly put to the Meeting.

	ORDINARY RESOLUTIONS	FOR[4]	AGAINST[4]
1.	To receive and consider the Audited Financial Statements and the Reports of the Directors and Independent Auditor for the year ended 31st December, 2009		
2.	To declare a final dividend for the year ended 31st December, 2009		
3.	(a) To re-elect Mr. Patrick Lam Wai Hon as a Director		
	(b) To re-elect Dr. Leslie Cheng Chi Pang as a Director		
	(c) To re-elect Mr. Francis Wong Man Chung as a Director		
	(d) To authorise the Board of Directors to fix their remuneration		
4.	To re-appoint Messrs. Deloitte Touche Tohmatsu as Auditor of the Company and to authorise the Board of Directors to fix their remuneration		
5(A).	To grant a general mandate to the Directors to allot shares of the Company		
5(B).	To grant a general mandate to the Directors to repurchase shares of the Company		
5(C).	To approve and extend the power granted to the Directors under Resolution No. 5(A) by the addition thereto of an amount representing the aggregate nominal amount of the shares repurchased by the Company pursuant to Resolution No. 5(B)		

Dated this _____ day of _____ 2010 Signature[5]: _____

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. In the case of joint holders, the names of all joint holders should be stated.
2. Please insert the number of shares of HK$0.10 each registered in your name(s). If no number is inserted, this instrument appointing a proxy will be deemed to relate to all such shares of the Company registered in your name(s).
3. Any Member entitled to attend and vote at the Meeting of the Company shall be entitled to appoint another person as his/her proxy to attend and vote instead of him/her. A Member may appoint a proxy in respect of part only of his/her holding of shares in the Company. If any proxy other than the Chairman of the Meeting is appointed, strike out "the Chairman of the Meeting or" and insert the name and address of the proxy desired in the space provided. A proxy need not be a Member of the Company but must attend the Meeting in person to represent you.
4. **IMPORTANT**: If you wish to vote for a resolution, tick the box marked "**FOR**" If you wish to vote against the resolution, tick the box marked "**AGAINST**". Failure to complete a box will entitle your proxy to cast your vote(s) at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Meeting other than that referred to in the notice convening the Meeting.
5. This instrument appointing a proxy shall be in writing under the hand of the appointor or of his/her attorney duly authorised in writing or, if the appointor is a corporation, either under its seal or under the hand of an officer, attorney or other person authorised to sign the name. In the case of joint holders, the signature of any one of them is sufficient.
6. In the case of joint holders of a share, if more than one of such joint holders be present at any meeting, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the Register in respect of the joint holding.
7. The instrument appointing a proxy and (if required by the Board) the power of attorney or other authority (if any) under which it is signed, or a certified copy of such power or authority, shall be delivered to the office of Tricor Secretaries Limited, the Company's branch share registrar in Hong Kong, at 26th Floor, Tesbury Centre, 28 Queen's Road East, Hong Kong or by way of note to or in any document accompanying the notice convening the Meeting not less than forty-eight (48) hours before the time appointed for holding the Meeting or adjourned Meeting at which the person named in the instrument proposed to vote and in default the instrument appointing a proxy shall not be treated as valid.
8. Any alteration made to this instrument appointing a proxy must be initialled.
9. Delivery of an instrument appointing a proxy shall not preclude a Member from attending and voting in person at the Meeting convened and in such event, the instrument appointing a proxy shall be deemed to be revoked.
10. In relation to Ordinary Resolution No. 3 regarding the re-election of Directors, Mr. Patrick Lam Wai Hon, Dr. Leslie Cheng Chi Pang and Mr. Francis Wong Man Chung shall retire by rotation and, being eligible, offer themselves for re-election at the Annual General Meeting pursuant to the Company's Bye-laws.
11. A circular containing further details regarding Ordinary Resolutions Nos. 3 and 5 above has been sent to the shareholders of the Company together with the Annual Report 2009.