



Karrie International Holdings Limited

嘉利國際控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 1050)

PROXY FORM

Form of proxy for the Annual General Meeting to be held at Lotus Room, 6/F., Marco Polo Hong Kong Hotel, Harbour City, 3 Canton Road, Tsim Sha Tsui, Kowloon, Hong Kong on Friday, 3 September 2010 at 3:00 p.m.

I/We¹ _____

of _____

being the registered holder(s) of² _____ ordinary shares of HK\$0.10 each in the issued share capital of Karrie International Holdings Limited (the "Company"), HEREBY APPOINT³ _____

of _____ or failing him, the Chairman of the Meeting, as my/our proxy to attend on my/our behalf at the meeting (and at any adjournment thereof) to vote for me/us in my/our name(s) in respect of the resolutions set out in the notice of the meeting (with or without amendments) as hereunder indicated, and if no such indication is given, as my/our proxy thinks fit.

Ordinary Resolutions		For ⁴	Against ⁴
1.	To receive and adopt the audited consolidated financial statements of the Company and the reports of the Directors and of the Auditors for the year ended 31 March 2010.		
2.	To consider and declare a final dividend of HK1 cent per ordinary share for the year ended 31 March 2010 as recommended by the Board of Directors.		
3A.	(i) To re-elect Mr. So Wai Chun as a Director.		
	(ii) To re-elect Mr. Chan Sui Sum, Raymond as a Director.		
3B.	To authorise the Board of Directors to fix the Directors' remuneration.		
4.	To re-appoint Messrs. PricewaterhouseCoopers as the Auditors of the Company and to authorize the Board of Directors to fix their remuneration.		
5A.	To give a general mandate to the Directors to allot, issue and deal with additional shares not exceeding 20 per cent. of the issued share capital of the Company.		
5B.	To give a general mandate to the Directors to repurchase shares of the Company not exceeding 10 per cent. of the issued share capital of the Company.		
5C.	To extend the general mandate granted to the Directors to allot, issue and deal with additional shares of an amount not exceeding the amount of shares repurchased by the Company.		

Dated this _____ day of _____ 2010.

Signature(s)⁷: _____

Notes:

1. Full name(s) and address(es) (as shown in the Register of Members) to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of ordinary shares of HK\$0.10 each in the issued share capital 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 of the Company registered in your name(s).
3. Full name and address of proxy to be inserted 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 ANY OF THE ABOVE RESOLUTIONS, TICK IN THE BOX MARKED "FOR" BESIDE THE APPROPRIATE RESOLUTION. IF YOU WISH TO VOTE AGAINST ANY OF THE ABOVE RESOLUTIONS, TICK IN THE BOX MARKED "AGAINST" BESIDE THE APPROPRIATE RESOLUTION.** If no direction is given, the proxy will be entitled to vote or abstain as he thinks fit. Your proxy will be entitled to vote or abstain at his discretion on any resolution properly put to the meeting other than those referred to in the notice convening the meeting.
5. 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 certified copy of that power or authority must be deposited at Company's principal place of business in Hong Kong at 10th Floor, Southeast Industrial Building, 611-619 Castle Peak Road, Tsuen Wan, New Territories, Hong Kong not less than 48 hours before the time fixed for the holding of the meeting or any adjourned meeting.
6. Where there are joint holders of any share any one of such joint holder may vote, either in person or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders be present at any meeting, the vote of the person whose name stands first in the Register of Members of the Company in respect of such share, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders.
7. This form of proxy must be signed by you or your attorney duly authorised in writing or, if you are a corporation, must either be executed under seal or under the hand of an officer, attorney or other person duly authorised.
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 this form of proxy shall not preclude you from attending and voting in person at the meeting or any adjournment thereof if you so wish.
10. Any alteration to this form of proxy must be initialled by the person who signs it.

* For identification purpose only