



ARTFIELD GROUP LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 1229)

FORM OF PROXY FOR ANNUAL GENERAL MEETING (OR ANY ADJOURNMENT THEREOF)

I/We¹ _____
of _____
being the registered holder(s) of² _____
shares of HK\$0.10 each in the capital of abovenamed company (the "Company") HEREBY APPOINT³
the Chairman of the meeting, or failing him _____
of _____
as my/our proxy to attend and vote for me/us and on my/our behalf at the said meeting of the Company to
be held at Flats G & H, 12th Floor, Universal Industrial Centre, 19-21 Shan Mei Street, Fo Tan, Shatin,
New Territories, Hong Kong on 25 August 2005 at 10:30 a.m. (or at any adjournment thereof) in respect
of the resolutions set out in the notice convening the said meeting as hereunder indicated, and, if no such
indication is given, as my/our proxy thinks fit.

RESOLUTION	For ⁴	Against ⁴
1. To receive and consider the audited financial statements and the reports of the directors and auditors for the year ended 31 March 2005.		
2. (i) To re-elect Mr. LEUNG Kin Yau as director of the Company; (ii) To re-elect Mr. LO Wah Wai as director of the Company; (iii) To re-elect Mr. ORR, Joseph Wai Shing as director of the Company; and (iv) To authorise the board of directors to fix the remuneration of the directors of the Company.		
3. To re-appoint Messrs. KLL Associates CPA Limited as auditors of the Company and to authorise the board of directors to fix their remuneration.		
4. To grant a general mandate to the directors to repurchase shares of the Company.		
5. To grant a general mandate to the directors to allot and issue shares of the Company.		
6. To extend the general mandate granted to the directors to issue shares by number of shares repurchased.		
7. To amend the bye-laws of the Company.		

Dated this _____ day of _____ 2005.

Signature(s)⁵ _____

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 in the capital of the Company registered in your name(s).
3. If any proxy other than the Chairman of the meeting is preferred, delete the words "the Chairman of the meeting" and insert the name and address of the proxy desired in the space provided. **ANY ALTERNATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, TICK THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION TICK THE BOX MARKED "AGAINST"**. Failure to tick a box will entitle your proxy to cast your 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. 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 notarially certified copy of such power or authority, must be deposited at the principal place of business of the Company at 13th Floor, Universal Industrial Centre, 19-21 Shan Mei Street, Fo Tan, Shatin, New Territories, Hong Kong, not less than 48 hours before the time appointed for holding the said meeting.
6. This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must either be executed under its common seal or under the hand of an officer or attorney or other person duly authorised.
7. Where there are joint registered holders of any share, any one of such persons may vote at the 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 meeting, personally or by proxy, that one of the said persons so present whose name stands first on the register in respect of such share shall alone be entitled to vote in respect thereof.
8. The proxy need not be a member of the Company but must attend the meeting in person to represent you.