



ARTFIELD GROUP LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 1229)

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

I/We ¹ _____
of _____

being the registered holder(s) of ² _____

shares of HK\$0.10 each in the capital of abovenamed company (the "Company") **HEREBY APPOINT** ³ 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 Room 1507, 15th Floor, Office Tower, Convention Plaza, 1 Harbour Road, Wanchai, Hong Kong on 28 August 2007 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.

AS ORDINARY RESOLUTIONS		For ⁴	Against ⁴
1.	To receive and consider the audited financial statements and the reports of the directors and auditors of the Company for the year ended 31 March 2007.		
2.	(i) To re-elect Mr. LO Wah Wai as director of the Company;		
	(ii) To re-elect Mr. ORR Joseph Wai Shing as director of the Company;		
	(iii) To re-elect Mr. LEUNG Heung Ying, Alvin as director of the Company;		
	(iv) To re-elect Ms. CHUNG Oi Ling, Stella as director of the Company;		
	(v) To re-elect Mr. WONG Ngao San, Marcus as director of the Company; and		
	(vi) To authorise the board of directors of the Company to fix the remuneration of the directors of the Company.		
3.	To re-appoint SHINEWING (HK) 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 of the Company to repurchase shares of the Company not exceeding 10 per cent. of the existing issued share capital of the Company at the date of passing this resolution.		
5.	To grant a general mandate to the directors of the Company to allot and issue shares of the Company not exceeding 20 per cent. of the existing issued share capital of the Company at the date of passing this resolution.		
6.	To extend the general mandate granted to the directors to issue shares of the Company under resolution 5 by including the amount of the shares repurchased by the Company under resolution 4.		
7.	To approve the Refreshed Scheme Mandate Limit.		
AS SPECIAL RESOLUTION			
8.	To approve the amendments to the Bye-laws of the Company.		

Dated this _____ day of _____ 2007.

Signature(s) ⁵ _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- 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).
- 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.**
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, TICK THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION TICK IN 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.
- 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 Company's Hong Kong branch share registrar, Union Registrars Limited, at Room 1803, Fook Lee Commercial Centre, Town Place, 33 Lockhart Road, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the said meeting.
- 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.
- 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.
- The proxy need not be a member of the Company but must attend the meeting in person to represent you.