



ARTFIELD GROUP LIMITED

(Incorporated in Bermuda with limited liability)

(Stock code: 1229)

FORM OF PROXY

Form of proxy for use by shareholders at the special general meeting of Artfield Group Limited (the “**Meeting**”) to be held at Room 1507, 15th Floor, Office Tower, Convention Plaza, 1 Harbour Road, Wanchai, Hong Kong on Monday, 10 March 2008 at 11:00 a.m. or any adjournment thereof.

I/We ^(note 1) _____ of _____
being the holder(s) of ^(note 2) _____ shares of HK\$0.10 each in the capital of Artfield Group Limited (the “**Company**”) hereby appoint the Chairman of the Meeting or _____ of _____
to act as my/our proxy ^(note 3) at the Meeting to be held at Room 1507, 15th Floor, Office Tower, Convention Plaza, 1 Harbour Road, Wanchai, Hong Kong on Monday, 10 March 2008 at 11:00 a.m. or at any adjournment thereof in respect of the resolutions set out in the notice convening the said meeting (the “**Notice**”) and to vote on my/our behalf as directed below ^(note 4):

ORDINARY RESOLUTIONS		For	Against
1.	To approve the increase in the authorised share capital of the Company (Resolution 1 as set out in the Notice)		
2.	To approve, confirm and ratify the Subscription Agreement and the transactions contemplated thereunder (Resolution 2 as set out in the Notice)		

Date: the _____ day of _____ 2008 Signature ^(note 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. A proxy need not be a member of the Company, but must attend the Meeting in person to represent you. If you wish to appoint some person other than the Chairman of the Meeting as your proxy, please delete the words “the Chairman of the Meeting or” and insert the name and address of the person appointed as your proxy in **BLOCK CAPITALS** in the space provided. If a proxy is attending the Meeting on your behalf, such proxy shall produce his/her own identity paper.
4. If you wish to vote for the resolution(s), please tick (“✓”) the box(es) marked “**For**”. If you wish to vote against the resolution(s), please tick (“✓”) the box(es) marked “**Against**”. If the form returned is duly signed but without specific direction on the proposed resolutions, the proxy will vote or abstain at his/her discretion in respect of the resolutions. A proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Meeting other than those set out in the Notice.
5. This form of proxy 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 any officer or attorney duly authorised.
6. In the case of joint holders, any one of such holders may attend and vote at the Meeting either personally or by proxy, but if more than one of such joint holders be present at the Meeting personally or by proxy, the vote of the said persons so present whose name stands first on the register of members in respect of the joint holding shall be accepted to the exclusion of the votes of the other joint holders.
7. In order to be valid, this form of proxy, together with a 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 office of the Company’s branch share registrar in Hong Kong, Union Registrars Limited at Rooms 1901-1902, Fook Lee Commercial Centre, Town Place, 33 Lockhart Road, Wanchai, Hong Kong, not less than 48 hours before the time appointed for holding of the Meeting or any adjournment thereof.
8. Any alteration made to this form should be initialed by the person who signs the form.
9. Completion and deposit of this form of proxy will not preclude you from attending and voting at the Meeting (or any adjournment thereof) if you so wish. In the event that you attend the Meeting (or any adjournment thereof) after deposited a form of proxy, your form or forms of proxy shall be deemed to be revoked.