

# SHELL ELECTRIC HOLDINGS LIMITED

## 蜆壳電器控股有限公司

(Incorporated in Bermuda with limited liability)

Form of proxy for use at the Annual General Meeting (or at any adjournment thereof)  
to be held at 9:00 a.m. on Thursday, 25th November, 2010

I/We<sup>1</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of <sup>2</sup> \_\_\_\_\_ shares of US\$0.00002 each in the  
capital of **Shell Electric Holdings Limited** (“the Company”), **HEREBY APPOINT** <sup>3 & 4</sup> \_\_\_\_\_  
of \_\_\_\_\_  
or failing him <sup>3 & 4</sup> \_\_\_\_\_ of \_\_\_\_\_  
\_\_\_\_\_ or failing him,

the Chairman of the meeting as my/our proxy to act for me/us at the Annual General Meeting (or at any adjournment thereof) of the said Company to be held at 1/F., Shell Industrial Building, 12 Lee Chung Street, Chai Wan, Hong Kong on Thursday, 25th November, 2010 at 9:00 a.m. and to vote on my/our behalf as directed below or, if no such direction is given, as my/our proxy thinks fit.

		For <sup>5</sup>	Against <sup>5</sup>
1.	To approve that no financial statements be laid before the Annual General Meeting.		
2.	(a) To re-elect Madam YUNG HO Wun Ching as Director.		
	(b) To re-elect Mr. CHOW Kai Chiu David as Director.		
	(c) To re-elect Mr. Eddie HURIP as Director.		
3.	To appoint Grant Thornton as the first auditors and authorise the Board of Directors to fix their remuneration.		
4.	To approve amendment to Bye-law 101(2) of the Company by way of Special Resolution set out in the Notice of Annual General Meeting.		

Date : \_\_\_\_\_

Signature<sup>6</sup> : \_\_\_\_\_

### Notes :

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of shares of US\$0.00002 each 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. Any Member entitled to attend and vote at the above meeting is entitled to appoint one or more than one proxy to attend and vote instead of him. A proxy need not be a Member of the Company.
4. Please insert the name and address of the proxy desired in the space provided and strike out the words “or failing him, the Chairman of the meeting.” **IF YOU DO NOT STRIKE OUT SUCH WORDS AND YOUR PROXY DOES NOT ATTEND THE MEETING OR IF NO NAME OF PROXY IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.** Any alterations made in this form should be initialled by the person who signs it.
5. **IMPORTANT : IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE PLACE A “✓” IN THE RELEVANT BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE PLACE A “✗” IN THE RELEVANT BOX MARKED “AGAINST”.** Failure to complete the boxes will entitle your proxy to cast his/her 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.
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 be either under its common seal or under the hand of an officer or attorney or other person authorised to sign the same.
7. If more than one of the joint holders are present at the meeting personally or by proxy, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion 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.
8. 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 such power or authority, must be deposited at the head office and principal place of business of the Company at Shell Industrial Building, 12 Lee Chung Street, Chai Wan, Hong Kong not less than 48 hours before the time appointed for holding the meeting or adjourned meeting.