



# New World China Land Limited

## 新世界中國地產有限公司

(incorporated in the Cayman Islands with limited liability)  
(Stock Code: 917)

### FORM OF PROXY FOR ANNUAL GENERAL MEETING TO BE HELD ON 22ND NOVEMBER 2011

I/We, <sup>(1)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of <sup>(2)</sup> \_\_\_\_\_ shares of HK\$0.10 each in the capital of  
New World China Land Limited ("the Company") hereby appoint the Chairman of the Meeting or <sup>(3)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
or failing him, \_\_\_\_\_  
of \_\_\_\_\_  
as my/our proxy to vote for me/us on my/our behalf as directed below at the Annual General Meeting of the Company to be held at Meeting Room  
N101A (Expo Drive Entrance), Hong Kong Convention and Exhibition Centre, 1 Expo Drive, Wanchai, Hong Kong on Tuesday, 22nd November  
2011 at 11:00 a.m. and at any adjournment thereof.

| Resolutions |   | For <sup>(4)</sup> | Against <sup>(4)</sup> |
|-------------|---|--------------------|------------------------|
| 1.          | To consider and adopt the audited financial statements and the Reports of the Directors and Auditor for the year ended 30th June 2011.                                |                    |                        |
| 2.          | To declare a final dividend.  |                    |                        |
| 3.          | (a) To re-elect Mr. Doo Wai-hoi, William as Director.   |                    |                        |
|             | (b) To re-elect Mr. Leung Chi-kin, Stewart as Director.   |                    |                        |
|             | (c) To re-elect Mr. Chow Yu-chun, Alexander as Director.  |                    |                        |
|             | (d) To re-elect Mr. Tien Pei-chun, James as Director.   |                    |                        |
|             | (e) To authorise the Board of Directors to fix the Directors' remuneration.   |                    |                        |
| 4.          | To re-appoint PricewaterhouseCoopers as Auditor and authorise the Board of Directors to fix their remuneration.   |                    |                        |
| 5.          | (1) To increase the authorized share capital to HK\$3,000,000,000.*   |                    |                        |
|             | (2) To grant a general mandate to the Directors to issue shares not exceeding 20 per cent of the aggregate nominal amount of the existing issued share capital.*      |                    |                        |
|             | (3) To grant a general mandate to the Directors to repurchase shares not exceeding 10 per cent of the aggregate nominal amount of the existing issued share capital.* |                    |                        |
|             | (4) To extend the general mandate granted to the Directors pursuant to resolution 5(2) above.*  |                    |                        |
|             | (5) To approve the adoption of New Share Option Scheme and the termination of Existing Share Option Scheme.*  |                    |                        |

\* The full text of the resolutions is set out in the Notice of the Annual General Meeting.

Date this \_\_\_\_\_ day of \_\_\_\_\_ 2011 Signature<sup>(5)</sup> \_\_\_\_\_

**Notes:**

- (1) Full name(s) and address(es) to be inserted in BLOCK CAPITALS. In the case of joint registered holders, the names of all joint registered holders should be stated.
- (2) Please insert the number of shares of HK\$0.10 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) If any proxy other than the Chairman is preferred, strike out "the Chairman of the Meeting or" and insert the name and address of the desired proxy in the space provided. ANY ALTERATION MADE TO THIS FORM MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.
- (4) Please indicate with a "✓" in the spaces provided how you wish your vote(s) to be cast on a poll. Should this form be returned duly signed but without a specific direction, the proxy will vote or abstain at his discretion.
- (5) This form of proxy must be signed by the member or his attorney duly authorised in writing, or, if the appointor is a corporation, it must be executed under its seal or under the hand of an officer, attorney or other person duly authorised to sign the same.
- (6) A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies (who must be individuals) to attend and, on a poll, vote on his behalf. A proxy need not be a member of the Company. In the case of joint registered holders, if more than one of such joint registered holders be present, personally or by proxy, one of the persons so present being the most or, as the case may be, the more senior shall alone be entitled to vote and, for this purpose, seniority shall be determined by reference to the order in which the names of the joint registered holders stand on the register of members of the Company.
- (7) In order to be valid, this form of proxy must be completed and deposited with the Company's branch share registrar in Hong Kong, Tricor Standard Limited at 26/F., Tesbury Centre, 28 Queen's Road East, Hong Kong, together with the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of that power of authority, not less than 48 hours before the time appointed for holding the meeting (or any adjournment thereof).
- (8) Completion and return of this form of proxy will not preclude you from attending and/or voting at the meeting (or any adjournment thereof) if you so wish. In such event, the instrument appointing a proxy shall be deemed to be revoked.