



# 澳門博彩控股有限公司 SJM HOLDINGS LIMITED

(incorporated in Hong Kong with limited liability)

(Stock Code: 880)

Form of proxy for use at the Annual General Meeting (“AGM”) of SJM Holdings Limited (the “Company”) to be held at Golden Restaurant, Macau Jockey Club (HK) Club House, 1st Floor, China Merchants Tower, Shun Tak Centre, 168 – 200 Connaught Road Central, Hong Kong on Friday, 31 May 2013 at 2:30 p.m.

I/We, <sup>(note 1)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of \_\_\_\_\_ ordinary share(s) of the Company,  
**HEREBY APPOINT** <sup>(note 2)</sup> the Chairman of the meeting or \_\_\_\_\_  
of \_\_\_\_\_  
as my/our proxy to act for me/us at the AGM of the Company to be held on Friday, 31 May 2013, at 2:30 p.m. and at any adjournment thereof and at such meeting or adjournment, to vote on my/our behalf and in my/our name(s) on the undermentioned resolutions as indicated:

Resolutions		For <sup>(Note 3)</sup>	Against <sup>(Note 3)</sup>
1.	To receive and adopt the audited financial statements and the reports of the directors and the auditors of the Company and its subsidiaries for the year ended 31 December 2012.		
2.	To declare a final dividend of HK50 cents per ordinary share and a special dividend of HK30 cents per ordinary share for the year ended 31 December 2012 to the shareholders of the Company.		
3.	To re-elect the following directors of the Company:		
	(i) Mr. Ng Chi Sing as an executive director.		
	(ii) Mr. Chau Tak Hay as an independent non-executive director.		
	(iii) Mr. Lan Hong Tsung, David as an independent non-executive director.		
4.	To elect Dr. Cheng Kar Shun, Henry as a non-executive director.		
5.	To authorise the board of directors of the Company to fix the remuneration for each of the directors of the Company.		
6.	To re-appoint Messrs. Deloitte Touche Tohmatsu, Certified Public Accountants, as the auditor of the Company and authorise the board of directors of the Company to fix their remuneration.		
7.	To grant an unconditional mandate to the directors of the Company to purchase the shares of the Company in the manner as described in the circular of the Company dated 12 April 2013.		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2013 Signature(s) <sup>(note 4)</sup>: \_\_\_\_\_

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- If any proxy other than the Chairman of the meeting is preferred, strike out “the Chairman of the meeting or” and insert the name and address of the proxy desired in the space provided. Any alteration made to this form of proxy must be initialled by the person who completes it. A proxy need not be a member of the Company.
- Important: If you wish to vote for a resolution, place a “X” in the box marked “FOR”. If you wish to vote against a resolution, place a “X” in the box marked “AGAINST”. Failure to complete either box will entitle your proxy or proxies to cast your vote at his/her discretion.** Save to the extent of any instructions as aforesaid, this form of proxy gives absolute authority to the proxy or proxies to do all such things (including voting or abstaining as he/she may be his/her absolute discretion consider appropriate) in respect of any business which might arise at the 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 be either under its common seal or under the hand of an officer or attorney duly authorised.
- If more than one of the joint holders are present at the meeting personally or by proxy, one of the said persons so present whose name stands first on the register in respect of the relevant shares shall alone be entitled to vote in respect thereof.
- In order to be valid, this form of proxy, together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof, must be deposited at the Company’s registered office at Suites 3001 – 3006, 30th Floor, One International Finance Centre, 1 Harbour View Street, Central, Hong Kong, not less than 48 hours before the time appointed for the holding of the above meeting or any adjournment thereof.
- Completion and return of this form will not preclude you from attending and voting at the meeting if you so wish.
- The Chairman of the AGM will demand poll voting for each of the resolutions for determination at the AGM.