



**澳門博彩控股有限公司**  
**SJM Holdings Limited**

(Incorporated in Hong Kong with limited liability)

website: <http://www.sjmholdings.com>

(Stock Code: 880)

**Proxy Form for the Annual General Meeting to be held on 13 May 2009**

**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 Wednesday, 13 May 2009 at 3 p.m.**

I/We,<sup>1</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of \_\_\_\_\_ share(s)  
of the Company, **HEREBY APPOINT**<sup>2</sup> the Chairman of the meeting or \_\_\_\_\_  
of \_\_\_\_\_  
as my/our proxy to act for me/us at the Annual General Meeting of the Company to be held on Wednesday, 13 May 2009, at 3 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:

	<b>Resolutions</b>	<b>For<sup>3</sup></b>	<b>Against<sup>3</sup></b>
1.	To receive and adopt the audited financial statements and the reports of the directors and the auditor of the Company for the year ended 31 December 2008.		
2.	To declare a final dividend of HK6 cents per share for the year ended 31 December 2008 to the shareholders of the Company.		
3.	(a) To re-elect the following directors of the Company: (i) Dr. Ho Hung Sun, Stanley as an executive director; (ii) Mr. Rui José da Cunha as an executive director; (iii) Mr. Shek Lai Him, Abraham as an independent non-executive director; and (iv) Mr. Tse Hau Yin as an independent non-executive director.		
	(b) To authorise the board of directors of the Company to fix the directors’ remuneration.		
4.	To re-appoint Messrs. Deloitte Touche Tohmatsu, Certified Public Accountants and H.C Watt & Company Limited, as the joint auditors of the Company and authorise the board of the directors of the Company to fix their remuneration.		
5.	To grant an unconditional mandate to the directors to allot, issue and deal with shares in the manner as described in the circular of the Company dated 8 April 2009 (the “Circular”).		
6.	To grant an unconditional mandate to the directors to purchase the shares of the Company in the manner as described in the Circular.		
7.	To include nominal amount of the shares repurchased by the Company to mandate granted to the directors under resolution no. 6.		
8.	To approve the adoption of the share option scheme as described in the Circular.		
9.	To authorize the board of directors of the Company to fix the remuneration of each of directors of the Company for the financial year ending 31 December 2009.		

Date this \_\_\_\_\_ day of \_\_\_\_\_ 2009

Signature(s)<sup>4</sup>: \_\_\_\_\_

Proxy’s specimen signature: \_\_\_\_\_

**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” 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 the boxes will entitle your proxy to cast your vote at his discretion.
- 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 be 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 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 Unit 14–Unit 16, 15th Floor, China Merchants Tower, Shun Tak Centre, 168–200 Connaught Road Central, Hong Kong, not less than 48 hours before the time appointed for holding the meeting.
- 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.