



LINMARK GROUP LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 915)

Number of shares to which
this form relates *(Note 2)*

FORM OF PROXY FOR THE SPECIAL GENERAL MEETING TO BE HELD ON 13 JUNE 2013 AT 4:30 P.M. (or any adjournment thereof)

I/We *(Note 1)* _____
of _____
being the registered holder in the share capital of Linmark Group Limited (“Company”), HEREBY APPOINT *(Note 3)* **THE CHAIRMAN OF THE SPECIAL GENERAL MEETING OF THE COMPANY (“Meeting”)** or _____
of _____

to act as my/our proxy *(Note 3)* to attend and vote for me/us and on my/our behalf at the Meeting to be held on Thursday, 13 June 2013 at 4:30 p.m. at Showroom 1A, 1123, Kowloonbay International Trade & Exhibition Centre, 1 Trademart Drive, Kowloon Bay, Kowloon, Hong Kong or any adjournment thereof, for the purpose of considering, if thought fit, passing with or without modifications, the proposed resolutions as set out in the notice convening the Meeting as hereunder indicated, and, if no such indication is given, as my/our proxy thinks fit and on any other resolutions properly put to the Meeting.

Please tick (“√”) in the appropriate boxes below to indicate how you wish your vote(s) to be cast *(Note 4)*.

SPECIAL RESOLUTION NO. 1	FOR <i>(Note 4)</i>	AGAINST <i>(Note 4)</i>
To approve the Share Premium Reduction (as defined in the circular (“Circular”) of the Company dated 21 May 2013).		
ORDINARY RESOLUTION NO. 2	FOR <i>(Note 4)</i>	AGAINST <i>(Note 4)</i>
To approve the payment of the Distribution (as defined in the Circular).		

Signature(s) *(Note 5)*: _____ Date: _____ 2013

Notes:

- Full name(s) and address(es) are to be inserted in **BLOCK CAPITALS**. The names of all joint registered holders should be stated.
- Please insert the number of shares of US\$0.02 each in the share capital of the Company 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).
- If any proxy other than the Chairman of the Meeting is preferred, please delete the words “**THE CHAIRMAN OF THE SPECIAL GENERAL MEETING OF THE COMPANY (“Meeting”)** or” and insert the name and address of the proxy appointed in the space provided. A proxy need not be a member of the Company but must attend the Meeting in person to represent you.
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK IN THE BOX MARKED “FOR” OPPOSITE TO SUCH PROPOSED RESOLUTION. IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK IN THE BOX MARKED “AGAINST” OPPOSITE TO SUCH PROPOSED RESOLUTION.** Failure to tick a box will entitle your proxy to cast your vote at his discretion in respect of that particular resolution. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting (or any adjournment thereof) other than those set out in the notice convening the Meeting.
- The form of proxy must be signed by a registered shareholder, or his/her attorney duly authorised in writing, or if the registered shareholder is a corporation, either under its common seal or under the hand of an officer, attorney or other person duly authorised.
- 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 certified copy of such power or authority, must be deposited at the Hong Kong branch share registrar of the Company, Tricor Standard Limited of 26th Floor, Tesbury Centre, 28 Queen’s Road East, Wanchai, Hong Kong, not less than 48 hours before the time appointed for holding the Meeting or any adjournment thereof.
- Where there are joint holders of any share of the Company, any one of such persons may vote at the Meeting, either personally or by proxy, in respect of such share as if he/she were solely entitled thereto, but if more than one of such joint holders are present at the Meeting, personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such share shall alone be entitled to vote in respect thereof.
- ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON(S) WHO SIGN(S) IT.**
- Completion and deposits of this form of proxy will not preclude you from attending and voting at the Meeting or any adjournment thereof if you wish and in such event, this form of proxy will be deemed to have been revoked.