



SUSTAINABLE FOREST HOLDINGS LIMITED

永保林業控股有限公司*

(incorporated in Bermuda with limited liability)

(Stock Code: 723)

**FORM OF PROXY FOR USE AT THE SPECIAL GENERAL MEETING TO BE HELD
AT THE CONFERENCE ROOM, ROOMS 3001-02, TOP GLORY TOWER,
262 GLOUCESTER ROAD, CAUSEWAY BAY, HONG KONG ON FRIDAY, 16 JULY 2010
AT 9:30 A.M. OR ANY ADJOURNMENT THERETO**

I/We (Note 1) _____,
of _____,
being the registered holder(s) of _____ shares (Note 2) of HK\$0.0533 each in the
capital of Sustainable Forest Holdings Limited (the "Company"), hereby appoint the Chairman of the Meeting (as
defined below) or (Note 3) _____
of _____
as my/our proxy to vote for me/us on my/our behalf at the meeting to be held at the Conference Room, Rooms
3001-02, Top Glory Tower, 262 Gloucester Road, Causeway Bay, Hong Kong on Friday, 16 July 2010 at 9:30 a.m.
("Meeting") and at any adjournment thereof, for the purpose of considering, and if thought fit, passing the
resolutions with or without modifications, referred to in the notice convening the Meeting (the "Notice") as
hereunder indicated, or if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTION	For (Note 4)	Against (Note 4)
To refresh the general mandate to the directors to allot and issue new Shares up to 20% of the existing issued share capital of the Company. (Note 5)		

Dated _____ day of _____ 2010 Signature(s) (Note 6) _____

Notes:

1. Full name(s) and address(es) to be inserted in BLOCK CAPITALS.
2. Please insert the number of shares registered in your name(s) to which this form of proxy relates. 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 you wish to appoint another person as proxy (who need not be a member of the Company), please delete the words "the Chairman of the special general meeting of the Company (the "Meeting") or" and insert the name and address of that other person. Any alteration made to this proxy form must be initialed by the person who signs it.
4. Please indicate with an "✓" in the appropriate space how you wish the proxy to vote on your behalf. In the absence of any such indication you will be deemed to have authorized him to vote or to abstain from voting 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.
5. The full text of the resolution is set out in the notice of Meeting.
6. This proxy form must be signed by the shareholder or his attorney or, if the shareholder is a corporation, be under seal or signed by a duly authorized officer or attorney.
7. In the case of joint registered holders, the vote of the senior member who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holders. For this purpose, seniority will be determined by the order in which the names stand in the register of members in respect of the joint holding.
8. In order to be valid, this proxy form and any power of authority (if any) under which it is signed or a certified copy of that power of authority must be deposited with the Company's branch share registrar in Hong Kong, Tricor Tengis Limited, at 26/F Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong no later than 48 hours before the time appointed for the holding of the Meeting or any adjournment thereof.
9. Completion and return of this proxy form will not preclude you from attending in person and voting at the Meeting and in such event, the form of proxy shall be deemed to be revoked.

* for identification purposes only