

Bright Prosperous Holdings Limited

晉盈控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock code: 723)

FORM OF PROXY FOR SPECIAL GENERAL MEETING OR ADJOURNMENT THERETO

I/We ^(Note 1) _____,

of _____

being the registered holder(s) of _____ shares ^(Note 2) of HK\$0.01 each in the capital of Bright Prosperous Holdings Limited (the "Company"), hereby appoint the Chairman of the special general meeting of the Company (the "Meeting") 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 Tuesday, 30 June 2009 at 10:30 a.m. and at any adjournment thereof, on the ordinary resolutions with or without modifications, referred to in the notice convening the Meeting (the "Notice"), or if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTION	For ^(Note 4)	Against ^(Note 4)
(a) To approve, ratify and confirm the conditional placing agreement (the "Placing Agreement") dated 1 June 2009 between the Company and President Securities (Hong Kong) Limited (the "Placing Agent") pursuant to which, inter alia, the Company agrees to place, through the Placing Agent, on a best effort basis, up to a maximum of 5,636,360,000 new shares of the Company at a price of HK\$0.055 per share (the "Placing Shares"); (b) to approve the allotment and issue of the Placing Shares pursuant to and in accordance with the terms and conditions of the Placing Agreement and to authorize the directors of the Company ("Directors") to issue and allot the Placing Shares; and (c) to authorise the Directors to exercise all the powers of the Company and take such actions or execute such documents to effect the allotment and issue of the Placing Shares and to do such other things and to take all such action the Directors may consider necessary or desirable for the purpose of giving effect to the Placing Agreement.		

Dated _____ day of _____ 2009 Signature ^(Note 5) _____

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 "X" 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. 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.
6. 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.
7. 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.
8. Completion and return of this proxy form will not preclude you from attending in person and voting at the Meeting.

* for identification purposes only