

North Asia Strategic Holdings Limited

北亞策略控股有限公司*

(Incorporated in Bermuda with limited liability)
(Stock Code: 8080)

Form of Proxy for Annual General Meeting (or any adjournment thereof) to be held on 31st July 2006

I/We,⁽¹⁾ _____ of _____

being the registered holder(s) of ⁽²⁾_____ shares of HK\$0.10 each in the capital of North Asia Strategic Holdings Limited (the “Company”), hereby appoint⁽³⁾ the Chairman of the Meeting (as defined below) or _____ of _____

_____ or failing him _____

of _____

to act as my/our proxy to attend and in the event of a poll vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held at 78th Floor, The Center, 99 Queen’s Road Central, Hong Kong on 31st July 2006 at 10:00 a.m., and at any adjournment thereof (the “Meeting”) on the undermentioned resolutions as indicated or, if no such indication is given, as my/our proxy or proxies think(s) fit.

RESOLUTIONS		For ⁽⁴⁾	Against ⁽⁴⁾
1.	To receive and consider the audited accounts and reports of the directors and auditors for the year ended 31st March 2006.		
2.	(a) (i) To re-elect Mr. Göran Sture Malm as a Director		
	(ii) To re-elect Mr. Savio Chow Sing Nam as a Director		
	(iii) To re-elect Mr. Henry Cho Kim as a Director		
	(iv) To re-elect Mr. Edgar Kwan Chi Ping as a Director		
	(v) To re-elect Mr. Andrew Yao Cho Fai as a Director		
	(b) To authorize the Board of Directors to fix the remuneration of the Directors		
3.	To re-appoint PricewaterhouseCoopers as the Company’s auditors and authorise the Board of Directors to fix their remuneration.		
4.	To give a general mandate to the Directors to allot and issue additional shares of the Company.		
5.	To give a general mandate to the Directors to repurchase issued shares of the Company.		
6.	To extend the general mandate under Resolution 4 by the addition of the number of shares repurchased under Resolution 5.		
7.	To approve the proposed amendment to the Bye-laws of the Company.		

Dated this _____ day of _____ 2006

Signature⁽⁵⁾ _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the number of shares registered in your name(s). If a number is inserted, this form of proxy will be deemed to relate only to those shares. If no number is inserted, this form of proxy will be deemed to relate to all the shares in the Company registered in your name(s).
- If any proxy other than the Chairman is preferred, delete the words “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(s) who sign(s) it.
- Please indicate with an “X” in the appropriate space beside each of the resolutions how you wish the proxy to vote on your behalf on a poll. If this form is returned duly signed, but without any indication, the proxy will vote for or against the resolution or will abstain 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 convening the Meeting.
- This form of proxy must be signed by you or your attorney duly authorised in writing or, if the appointor is a corporation, must be either under its seal or under the hand of an officer, attorney or other person authorised to sign the same.
- In the case of joint holders, the vote of the senior 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 is determined by the order in which the names stand in the Register of Members of the Company in respect of the joint holding.
- 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 of such power or authority must be delivered to the Company’s branch share registrar in Hong Kong, COMPUTERSHARE HONG KONG INVESTOR SERVICES LIMITED at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, not less than 48 hours before the time appointed for holding the Meeting or any adjourned Meeting.
- A proxy need not be a shareholder of the Company but must attend the Meeting in person to represent you.
- Completion and deposit of this form of proxy will not preclude you from attending and voting at the Meeting if you wish.

* For identification purpose only